

KRAMER LEVIN NAFTALIS & FRANKEL LLP

Kenneth H. Eckstein

Douglas H. Mannal

Stephen D. Zide

Rachael L. Ringer

1177 Avenue of the Americas

New York, New York 10036

Telephone: (212) 715-9100

Facsimile: (212) 715-8000

*Counsel for the Official Committee
of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----	x	
In re:	:	Chapter 11
	:	
Residential Capital, LLC, <u>et al.</u> ,	:	Case No. 12-12020 (MG)
	:	
Debtors.	:	Jointly Administered
	:	
-----	x	

**FIFTH AND FINAL APPLICATION OF KRAMER LEVIN NAFTALIS & FRANKEL
LLP, COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS,
FOR FINAL ALLOWANCE OF COMPENSATION FOR PROFESSIONAL SERVICES
RENDERED AND FOR REIMBURSEMENT OF ACTUAL AND NECESSARY
EXPENSES INCURRED DURING (I) THE FIFTH INTERIM COMPENSATION PERIOD
OF SEPTEMBER 1, 2013 THROUGH DECEMBER 17, 2013 AND (II) THE TOTAL
COMPENSATION PERIOD OF MAY 16, 2012 THROUGH DECEMBER 17, 2013**

**SUMMARY SHEET PURSUANT TO UNITED STATES TRUSTEE
GUIDELINES FOR REVIEWING APPLICATIONS FOR COMPENSATION
AND REIMBURSEMENT OF EXPENSES FILED UNDER 11 U.S.C. § 330**

Name of Applicant: Kramer Levin Naftalis & Frankel LLP

Authorized to Provide Professional Services to: Official Committee of Unsecured Creditors

Current Application:

- **Fifth Interim Time Period:** September 1, 2013 through and including December 17, 2013
- **Total Compensation Period:** May 16, 2012 through and including December 17, 2013

Fifth Interim Fees Requested: \$12,927,413.00

Fifth Interim Expenses Requested: \$516,511.68

Total Amount Requested for the Fifth Interim: \$13,443,925.68¹

Total Fees Requested for the Total Compensation Period: \$65,000,300.55

Total Expenses Requested for the Total Compensation Period: \$2,416,309.04

Total Amount Requested for the Total Compensation Period: \$67,416,609.99²

This is an/a ☒ Interim ☒ Final Application

¹ The Total Amount Requested for the Fifth Interim Period reflects voluntary write-offs of fees in the amount of \$1,227,138.00 and expenses in the amount of \$211,863.75, generating a cost savings of \$1,439,001.75. In addition, as discussed herein, as a result of freezing the hourly billing rates of Kenneth H. Eckstein and Philip Kaufman, Kramer Levin has further voluntarily reduced its fees by an additional \$61,234.50 for this fee period. Kramer Levin also did not effectuate a class year step-up in September 2013, effectively freezing associate rates, generating an additional \$344,378.00 reduction in fees for this fee period. Thus, Kramer Levin's voluntary write-offs and discounts for this fee period total a cost savings of \$1,866,876.75.

² For the Total Compensation Period, Kramer Levin has voluntarily reduced its fees by \$4,222,998.05 (consisting of fee write-offs and freezing certain partner and associate rates), and voluntarily reduced its expenses by \$673,959.07, for a total cost savings during the Total Compensation Period of \$4,898,957.12.

Total Compensation and Expenses Previously Requested and Awarded:

Date Filed	Docket No.	Period Covered	Requested Fees	Requested Expenses	Approved Fees³	Approved Expenses
10/19/12	1896	5/16/12-8/31/12	\$10,675,061.50	\$305,820.34	\$10,511,236.25	\$303,165.47
3/14/13	3211	9/01/2012-12/31/2012	\$15,217,784.50	\$385,666.94	\$15,093,058.80	\$385,666.94
8/07/13	4573	1/01/2013-4/30/2013	\$15,197,547.00	\$806,168.59	\$15,154,566.50	\$802,679.24
11/18/13	5867	5/01/2013-8/31/2013	\$11,386,709.50	\$412,285.71	\$11,314,026.40	\$408,285.71

Summary of Monthly Compensation and Expenses Requested During the Fifth Interim Period

Date Served	Period Covered	Requested Fees⁴	Requested Expenses	Fees Paid	Expenses Paid
12/11/13	9/01/2013-9/30/2013	\$ 3,093,371.00	\$113,950.90	\$2,474,696.80	\$113,950.90
2/6/14	10/01/2013-10/31/2013	\$5,336,362.00	\$198,177.87	N/A ⁵	N/A
3/3/14	11/01/2013-11/30/2013	\$3,688,248.00	\$175,344.33	N/A ⁶	N/A
3/3/14	12/01/2013-12/31/2013	\$992,094.00	\$32,420.81	N/A ⁷	N/A

³ These amounts reflect voluntary reductions in fees and expenses pursuant to agreements with the U.S. Trustee.

⁴ As described in further detail below, Kramer Levin has reduced the amount of fees and expenses originally requested in the monthly fee statements to reflect additional write offs following the service of the monthly fee statements, which amounts will be credited against the holdback, as applicable.

⁵ The objection period for the October monthly fee statement expired on February 26, 2014.

⁶ The objection period for the November monthly fee statement expires on March 23, 2014.

⁷ The objection period for the December monthly fee statement expires on March 23, 2014.

**SUMMARY OF PROFESSIONAL SERVICES RENDERED BY KRAMER LEVIN
NAFTALIS & FRANKEL LLP FOR THE FIFTH INTERIM PERIOD OF
SEPTEMBER 1, 2013 THROUGH DECEMBER 17, 2013**

Name	Title	Dept	Year Admitted	Rate (\$)	Hours	Amount (\$)
Kenneth H. Eckstein	Partner	Bankruptcy	3/17/1980	990.00	695.60	688,644.00
Alan R. Friedman	Partner	Litigation	4/25/1977	975.00	13.30	12,967.50
Christine Lutgens	Partner	Employee Benefits	6/6/2000	975.00	2.50	2,437.50
Philip Kaufman	Partner	Litigation	3/14/1977	940.00	557.10	523,674.00
Jeffrey S. Trachtman	Partner	Litigation	4/10/1985	925.00	449.60	415,880.00
Philip Bentley	Partner	Bankruptcy	4/15/1985	895.00	382.60	342,427.00
Barry Herzog	Partner	Tax	5/4/1992	895.00	141.30	126,463.50
Gregory A. Horowitz	Partner	Litigation	8/12/1991	895.00	675.60	604,662.00
Abbe L. Dienstag	Partner	Corporate	5/2/1983	875.00	166.50	145,687.50
Shari K. Krouner	Partner	Corporate	3/22/1985	875.00	9.50	8,312.50
Kenneth Chin	Partner	Corporate	7/26/1988	875.00	14.20	12,425.00
Laurence Pettit	Partner	Corporate	6/18/1990	875.00	12.50	10,937.50
Norman Simon	Partner	Litigation	3/2/1998	825.00	315.00	259,875.00
P. Bradley O'Neill	Partner	Bankruptcy	11/25/1991	825.00	616.10	508,282.50
John Bessonette	Partner	Corporate	3/1/1999	825.00	325.90	268,867.50
Douglas Mannal	Partner	Bankruptcy	4/1/2001	825.00	777.70	641,602.50
Paul M. Ritter	Counsel	Employment Law	1/1/1981	850.00	22.70	19,295.00
Helayne O. Stoopack	Special Counsel	Tax	5/24/1982	805.00	40.50	32,602.50
Brendan M. Schulman	Special Counsel	Litigation	4/23/2001	785.00	4.20	3,297.00
Elise S. Frejka	Special Counsel	Bankruptcy	4/5/1991	785.00	527.00	413,695.00
Mark Chass	Associate	Bankruptcy	10/21/1991	775.00	218.90	169,647.50
Joel M. Taylor	Associate	Litigation	12/17/2001	775.00	48.00	37,200.00
Natan Hamerman	Associate	Litigation	8/8/2002	775.00	676.00	523,900.00

Name	Title	Dept	Year Admitted	Rate (\$)	Hours	Amount (\$)
Jeffrey Taylor	Associate	Corporate	12/12/2001	775.00	40.10	31,077.50
Craig L. Siegel	Associate	Litigation	11/1/1999	775.00	613.70	475,617.50
Daniel M. Eggermann	Associate	Bankruptcy	3/3/2003	775.00	475.50	368,512.50
Jodi Rosensaft	Associate	Corporate	6/28/2004	765.00	5.10	3,901.50
Peggy Farber	Associate	Litigation	8/10/2005	745.00	588.90	438,730.50
David E. Blabey	Associate	Bankruptcy	5/24/2005	745.00	718.80	535,506.00
Stephen Zide	Associate	Bankruptcy	7/27/2005	745.00	853.10	635,559.50
Arielle Warshall-Katz	Associate	Litigation	12/11/2006	725.00	5.20	3,770.00
Carol Archer	Associate	Corporate	4/24/2006	725.00	450.40	326,540.00
Jason S. Amster	Associate	Corporate	3/8/2006	725.00	12.30	8,917.50
Alissa R. Goodman	Associate	Litigation	3/21/2003	710.00	440.10	312,471.00
Yekaterina Chernyak	Associate	Bankruptcy	10/22/2007	710.00	466.30	331,073.00
Joseph A. Shifer	Associate	Bankruptcy	5/5/2010	695.00	750.50	521,597.50
Amanda Webber	Associate	Corporate	1/29/2008	695.00	13.60	9,452.00
Jennifer Sharret	Associate	Bankruptcy	6/16/2008	695.00	148.50	103,207.50
Kristen A. Coleman	Associate	Litigation	5/18/2009	655.00	6.40	4,192.00
Nicole Foley	Associate	Litigation	3/23/2009	655.00	427.20	279,816.00
Lucy R. Zhao	Associate	Corporate	3/20/2009	655.00	34.90	22,859.50
Andrew Dove	Associate	Bankruptcy	4/14/2010	655.00	667.30	437,081.50
Ashley S. Miller	Associate	Litigation	4/26/2010	610.00	248.60	151,646.00
Benjamin Wolf	Associate	Bankruptcy	1/26/2011	560.00	48.70	27,272.00
Matthew C. Ziegler	Associate	Bankruptcy	1/20/2011	560.00	177.30	99,288.00
Rachael L. Ringer	Associate	Bankruptcy	3/7/2011	560.00	767.90	430,024.00
Danielle Y. Brown	Associate	Corporate	1/31/2011	560.00	30.20	16,912.00
Jeffrey Dunlap	Associate	Litigation	2013	560.00	17.00	9,520.00
Mary K. Guccion	Associate	Bankruptcy	4/15/2009	560.00	112.40	62,944.00

Name	Title	Dept	Year Admitted	Rate (\$)	Hours	Amount (\$)
Shai Schmidt	Associate	Bankruptcy	1/11/2010	560.00	84.50	47,320.00
Avon Khowong	Associate	Corporate	11/22/2010	560.00	8.00	4,480.00
Edward M. Lintz	Associate	Litigation	4/4/2012	495.00	314.30	155,578.50
Anastasia N. Kaup	Associate	Bankruptcy	10/27/2011	495.00	543.10	268,834.50
Kurt M. Denk	Associate	Litigation	1/31/2011	495.00	408.60	202,257.00
Nathaniel Allard	Associate	Bankruptcy	2/25/2013	425.00	728.70	309,697.50
Sara B. Gribbon	Associate	Bankruptcy	N/A	425.00	142.10	60,392.50
Sally K. Saab	Associate	Tax	2/4/2013	425.00	32.90	13,982.50
Sam Koch	Associate	Litigation	7/16/2013	425.00	79.70	33,872.50
David Mayo	Associate	Bankruptcy	N/A	425.00	93.20	39,610.00
Tuvia Peretz	Associate	Bankruptcy	N/A	425.00	78.50	33,362.50
Alexander Traum	Associate	Corporate	N/A	425.00	59.20	25,160.00
Andrea Chouprouta	Paralegal	Bankruptcy	N/A	320.00	41.60	13,312.00
Santo A. Cipolla	Paralegal	Litigation	N/A	305.00	137.90	42,059.50
Anne Stackpoole	Paralegal	Litigation	N/A	305.00	6.30	1,921.50
Dawn Tatz	Paralegal	Litigation	N/A	305.00	6.00	1,830.00
Alison Sikes	Paralegal	Litigation	N/A	305.00	301.10	91,835.50
Renee Phillip	Paralegal	Litigation	N/A	305.00	221.80	67,649.00
Bryon Becker	Paralegal	Bankruptcy	N/A	295.00	36.40	10,738.00
Deborah Bessner	Paralegal	Bankruptcy	N/A	295.00	282.20	83,249.00
Total					18,418.40	12,927,413.00

Blended hourly rate for all attorneys for the Fifth Interim Period is **\$725.61**.

Blended hourly rate for all timekeepers for the Fifth Interim Period is **\$701.87**.

**SUMMARY OF PROFESSIONAL SERVICES RENDERED BY KRAMER LEVIN
NAFTALIS & FRANKEL LLP FOR THE TOTAL COMPENSATION PERIOD
OF MAY 16, 2012 THROUGH DECEMBER 17, 2013**

Name	Title	Dept	Year Admitted	Rate (\$)	Hours	Amount (\$)
ECKSTEIN, KENNETH H.	Partner	Bankruptcy	1980	990.00	3,220.00	3,187,800.00
BALLIETT, THOMAS D.	Partner	Corporate	1981	995.00	63.90	63,580.50
MAYER, THOMAS MOERS	Partner	Bankruptcy	1982	990.00	20.90	20,691.00
AUFSES III, ARTHUR H.	Partner	Litigation	1981	975.00	17.80	17,355.00
BERKE, BARRY H.	Partner	Litigation	1990	975.00	17.70	17,257.50
				940.00	78.80	74,072.00
FRIEDMAN, ALAN R.	Partner	Litigation	1977	975.00	61.30	59,767.50
LUTGENS, CHRISTINE	Partner	Employee Benefits	2000	975.00	4.70	4,582.50
				940.00	2.30	2,162.00
NOVOGROD, JOHN C.	Partner	Trusts & Estates	1968	950.00	2.20	2,090.00
KAUFMAN, PHIL	Partner	Litigation	1977	940.00	3,098.00	2,912,120.00
TRACHTMAN, JEFFREY S.	Partner	Litigation	1985	925.00	1,113.20	1,029,710.00
				890.00	653.80	581,882.00
FISHER, DAVID J	Partner	Corporate	1985	915.00	11.20	10,248.00
BENTLEY, PHIL	Partner	Bankruptcy	1985	895.00	1,055.60	944,762.00
				865.00	1,418.20	1,226,743.00
HERZOG, BARRY	Partner	Tax	1992	895.00	310.90	278,255.50
				865.00	24.80	21,452.00
HOROWITZ, GREGORY A.	Partner	Litigation	1991	895.00	1,477.20	1,322,094.00
				865.00	178.00	153,970.00
CHIN, KENNETH	Partner	Corporate	1988	875.00	14.20	12,425.00
				840.00	439.00	368,760.00
DIENSTAG, ABBE L.	Partner	Corporate	1983	875.00	438.00	383,250.00
				840.00	1.90	1,596.00
KROUNER, SHARI K.	Partner	Corporate	1985	875.00	436.30	381,762.50
				840.00	299.80	251,832.00
PETTIT, LAURENCE	Partner	Corporate	1990	875.00	68.00	59,500.00
				840.00	442.50	371,700.00
LIU, GILBERT	Partner	Corporate	1996	850.00	89.00	75,650.00
				815.00	317.60	258,844.00
BESSONETTE, JOHN	Partner	Corporate	1999	825.00	524.60	432,795.00
				790.00	382.20	301,938.00
MANNAL, DOUGLAS	Partner	Bankruptcy	2001	825.00	2,401.20	1,980,990.00
				790.00	1,746.90	1,380,051.00
O'NEILL, P. BRADLEY	Partner	Bankruptcy	1991	825.00	767.20	632,940.00
				790.00	575.30	454,487.00
ROCHON, JENNIFER	Partner	Litigation	1998	825.00	441.90	364,567.50
				790.00	660.00	521,400.00
SIMON, NORMAN	Partner	Litigation	1998	825.00	1,041.10	858,907.50
				790.00	894.30	706,497.00
SCHOEMAN, PAUL H	Partner	Litigation	1996	815.00	30.70	25,020.50
LAW, KERRI ANN	Partner	Litigation	1996	790.00	152.30	120,317.00

Name	Title	Dept	Year Admitted	Rate (\$)	Hours	Amount (\$)
SPARLING, STEVEN	Partner	Litigation	1999	790.00	596.50	471,235.00
BRODY, JOSHUA	Partner	Bankruptcy	2003	770.00	181.10	139,447.00
FREJKA, ELISE S	Special Counsel	Bankruptcy	1991	785.00	1,518.70	1,192,179.50
				755.00	354.00	267,270.00
SCHULMAN, BRENDAN M.	Special Counsel	Litigation	2001	785.00	113.70	89,254.50
				750.00	165.80	124,350.00
STOOPACK, HELAYNE O.	Special Counsel	Tax	1982	805.00	85.00	68,425.00
RAVAGO, RUBEN	Special Counsel	Real Estate	2006	750.00	7.80	5,850.00
RIGEL, BLAKE	Special Counsel	Tax		790.00	3.90	3,081.00
HELWICK, TIMOTHY	Special Counsel	Litigation	1991	755.00	2.70	2,038.50
RITTER, PAUL M	Counsel	Employment Law	1981	850.00	53.10	45,135.00
				815.00	96.50	78,647.50
RUDDER, RICHARD	Counsel	Corporate	1967	990.00	29.80	29,502.00
				965.00	127.30	122,844.50
RINGER, RACHAEL L	Associate	Bankruptcy	2011	560.00	2,456.30	1,375,528.00
				545.00	876.70	477,801.50
				485.00	933.20	452,602.00
SHIFER, JOSEPH A	Associate	Bankruptcy	2010	695.00	2,386.30	1,658,478.50
				670.00	569.00	381,230.00
				635.00	536.90	340,931.50
ALLARD, NATHANIEL	Associate	Bankruptcy	2013	425.00	2,032.00	863,600.00
				415.00	535.50	222,232.50
DOVE, ANDREW	Associate	Bankruptcy	2010	655.00	1,867.70	1,223,343.50
BLABEY, DAVID E	Associate	Bankruptcy	2005	745.00	1,630.60	1,214,797.00
				720.00	358.00	257,760.00
SIEGEL, CRAIG L	Associate	Litigation	1999	775.00	1,600.30	1,240,232.50
				745.00	806.80	601,066.00
HAMERMAN, NATAN	Associate	Litigation	2002	775.00	1,519.90	1,177,922.50
				745.00	542.20	403,939.00
ABBOTT, MATTHEW F	Associate	Intellectual Property	2006	700.00	67.50	47,250.00
ALLEN, DAVID R	Associate	Bankruptcy	2012	415.00	178.70	74,160.50
AMSTER, JASON S	Associate	Corporate	2006	725.00	12.30	8,917.50
				700.00	180.60	126,420.00
				685.00	514.50	352,432.50
ARCHER, CAROL	Associate	Corporate	2006	725.00	450.40	326,540.00
				700.00	42.60	29,820.00
				685.00	56.50	38,702.50
BATTERTON, JENNIFER E	Associate	Litigation	2012	495.00	65.60	32,472.00
BRODY, DANIEL J	Associate	Corporate	2011	560.00	198.60	111,216.00
				545.00	238.20	129,819.00
				485.00	58.10	28,178.50
BRONSTHER, JACOB I	Associate	Litigation	2012	415.00	33.20	13,778.00
BROOKS, MICHAEL	Associate	Corporate	2006	700.00	39.60	27,720.00
				685.00	119.40	81,789.00
BROWN, DANIELLE Y	Associate	Corporate	2011	560.00	30.20	16,912.00

Name	Title	Dept	Year Admitted	Rate (\$)	Hours	Amount (\$)
				485.00	39.40	19,109.00
BUTNICK, FRANCESCA C	Associate	Intellectual Property	2012	480.00	61.20	29,376.00
BYOWITZ, ALICE J	Associate	Bankruptcy	2013	425.00	132.60	56,355.00
				415.00	55.70	23,115.50
CAHN, JOSHUA B	Associate	Bankruptcy	2009	460.00	55.40	25,484.00
				440.00	144.10	63,404.00
				430.00	105.10	45,193.00
CHASS, MARK	Associate	Bankruptcy	1991	775.00	535.10	414,702.50
				745.00	596.90	444,690.50
CARRUZZO, FABIEN	Associate	Corporate	2005	745.00	6.20	4,619.00
				720.00	7.60	5,472.00
				700.00	46.10	32,270.00
ZIDE, STEPHEN	Associate	Bankruptcy	2005	745.00	2,788.80	2,077,656.00
				720.00	827.30	595,656.00
				700.00	754.10	527,870.00
CHERNYAK, YEKATERINA	Associate	Bankruptcy	2007	710.00	510.00	362,100.00
CHO, DANNIE	Associate	Litigation	2009	655.00	247.80	162,309.00
				635.00	711.00	451,485.00
CODY, BRANDON J T	Associate	Corporate	2011	545.00	28.40	15,478.00
				485.00	83.10	40,303.50
COLEMAN, KRISTEN A	Associate	Litigation	2009	655.00	795.10	520,790.50
				635.00	492.00	312,420.00
DANESHRAD, MEGAN H	Associate	Litigation	2010	610.00	151.90	92,659.00
				595.00	21.00	12,495.00
DANIELS, ELAN	Associate	Bankruptcy	2009	725.00	214.70	155,657.50
				700.00	302.40	211,680.00
				685.00	469.70	321,744.50
DE CHACON, RACHAEL N	Associate	Corporate	2013	415.00	34.00	14,110.00
DENK, KURT M	Associate	Litigation	2011	495.00	1,248.00	617,760.00
				485.00	673.60	326,696.00
				415.00	246.60	102,339.00
DIFRANCESCO, KRISTIN	Associate	Litigation	2011	560.00	698.90	391,384.00
				545.00	571.10	311,249.50
				485.00	229.80	111,453.00
DUFFIELD, CARL D	Associate	Litigation	2009	655.00	470.40	308,112.00
				635.00	651.20	413,512.00
				595.00	182.50	108,587.50
DUNLAP, JEFFREY	Law Clerk	Litigation	2013	560.00	592.00	331,520.00
				545.00	548.10	298,714.50
EGGERMANN, DANIEL M	Associate	Bankruptcy	2003	485.00	53.50	25,947.50
ELLIS, SELINA M	Associate	Litigation	2009	775.00	684.00	530,100.00
ESTES, ANDREW J	Associate	Litigation	2010	655.00	28.40	18,602.00
				595.00	52.50	31,237.50
				545.00	191.40	104,313.00
ETTARI, SAMANTHA	Associate	Litigation	2006	725.00	789.30	572,242.50
				700.00	421.00	294,700.00
				685.00	93.10	63,773.50
FARBER, PEGGY	Associate	Litigation	2005	745.00	1,036.70	772,341.50

Name	Title	Dept	Year Admitted	Rate (\$)	Hours	Amount (\$)
FEINBERG, RACHEL	Associate	Litigation	2010	545.00	115.10	62,729.50
FOLEY, NICOLE	Associate	Litigation	2009	655.00	570.90	373,939.50
				635.00	36.00	22,860.00
				595.00	14.00	8,330.00
				655.00	792.80	519,284.00
FORD, SAMANTHA	Associate	Litigation	2009	635.00	698.80	443,738.00
				595.00	502.80	299,166.00
FRIEDMAN, KIMBERLY E	Associate	Bankruptcy	2010	465.00	143.60	66,774.00
GIL, ALEXANDRA	Associate	Intellectual Property	2009	655.00	7.40	4,847.00
				630.00	21.60	13,608.00
GONT, IIONA	Associate	Intellectual Property	2012	480.00	27.20	13,056.00
GOODMAN, ALISSA R.	Associate	Litigation	2003	710.00	758.50	538,535.00
GRIBBON, SARA B	Law Clerk	Bankruptcy	Admission Pending	425.00	1,103.80	469,115.00
				415.00	265.00	109,975.00
GUCCION, MARY K	Associate	Bankruptcy	2009	560.00	127.10	71,176.00
				545.00	17.90	9,755.50
HILL, MICHAEL C	Associate	Corporate	2012	485.00	84.10	40,788.50
				415.00	86.80	36,022.00
JARIWALA, AAKASH	Associate	Intellectual Property	2011	555.00	216.70	120,268.50
				540.00	379.20	204,768.00
				480.00	72.50	34,800.00
KAehler, SARAH E	Associate	Corporate	2011	545.00	6.10	3,324.50
KAGAN, SAMANTHA M	Associate	Employment Law	2013	425.00	94.60	40,205.00
				415.00	274.70	114,000.50
KAUP, ANASTASIA N	Associate	Bankruptcy	2011	495.00	1,096.50	542,767.50
				485.00	63.90	30,991.50
				415.00	105.50	43,782.50
KAYE, JORDAN D	Associate	Bankruptcy	2004	720.00	41.50	29,880.00
KHOWONG, AVON	Associate	Corporate	2010	560.00	8.00	4,480.00
KOCH, SAM	Associate	Litigation	2013	425.00	79.70	33,872.50
KREINER, MICHAEL L	Associate	Corporate	2009	595.00	66.00	39,270.00
LEUNG, MARISSA	Associate	Corporate	2006	700.00	15.30	10,710.00
				685.00	140.40	96,174.00
LEVINE, ADINA C	Associate	Litigation	2007	710.00	513.60	364,656.00
				685.00	506.00	346,610.00
				670.00	220.00	147,400.00
				425.00	70.60	30,005.00
LI, JENNIFER W	Associate	Corporate	2013	415.00	53.30	22,119.50
LINTZ, EDWARD M	Associate	Litigation	2012	495.00	1,177.30	582,763.50
LITTLE, JOSHUA R	Associate	Corporate	2008	635.00	68.00	43,180.00
MAYO, DAVID	Law Clerk	Bankruptcy	Admission Pending	425.00	93.20	39,610.00

Name	Title	Dept	Year Admitted	Rate (\$)	Hours	Amount (\$)
MELLIN, MICHAEL	Associate	Litigation	2010	655.00	514.00	336,670.00
				635.00	512.00	325,120.00
				595.00	78.30	46,588.50
MERL, SETH R	Associate	Corporate	2003	775.00	22.00	17,050.00
MICHAELSON, DANIEL H	Associate	Corporate	2012	495.00	12.10	5,989.50
				415.00	4.40	1,826.00
MILANO, LAURA S	Associate	Litigation	2010	545.00	127.80	69,651.00
MILLER, ASHLEY S	Associate	Litigation	2010	610.00	970.20	591,822.00
				595.00	427.30	254,243.50
				545.00	20.90	11,390.50
MIRVIS, DORI Y	Associate	Corporate	2012	485.00	59.80	29,003.00
				415.00	21.40	8,881.00
MOSES, MATTHEW B	Associate	Litigation	2007	710.00	270.40	191,984.00
				685.00	232.10	158,988.50
NEUNDER, LISA	Associate	Employment Law	2006	350.00	96.20	33,670.00
				330.00	326.20	107,646.00
OLINZOCK, MATTHEW W	Associate	Intellectual Property	2011	555.00	94.70	52,558.50
				540.00	190.10	102,654.00
				480.00	29.10	13,968.00
PERETZ, TUVIA	Law Clerk	Bankruptcy	Admission Pending	425.00	78.50	33,362.50
RAPPAPORT, JASON	Associate	Bankruptcy	2009	635.00	10.20	6,477.00
				595.00	87.90	52,300.50
RAU, KELLY	Associate	Corporate	2010	545.00	14.80	8,066.00
ROSEN, SARAH N	Associate	Litigation	2011	560.00	276.20	154,672.00
				545.00	282.30	153,853.50
				485.00	159.80	77,503.00
ROSENSAFT, JODI	Associate	Corporate	2004	765.00	5.10	3,901.50
SAAB, SALLY K	Associate	Tax	2013	425.00	259.70	110,372.50
SCHINFELD, SETH F	Associate	Litigation	2007	710.00	191.40	135,894.00
SCHMIDT, SHAI	Associate	Bankruptcy	2010	560.00	631.10	353,416.00
				545.00	187.80	102,351.00
SEGAL, STEVEN	Associate	Corporate	2010	610.00	59.00	35,990.00
				545.00	19.80	10,791.00
SHARRET, JENNIFER	Associate	Bankruptcy	2008	695.00	276.30	192,028.50
				670.00	26.90	18,023.00
				635.00	497.40	315,849.00
SHWEDER, JEREMY W	Associate	Litigation	2009	595.00	15.70	9,341.50
STEINER, Yael M	Associate	Corporate	2013	425.00	11.90	5,057.50
				415.00	24.30	10,084.50
TABAK, EMILY S	Associate	Litigation	2012	495.00	594.30	294,178.50
				485.00	203.70	98,794.50

Name	Title	Dept	Year Admitted	Rate (\$)	Hours	Amount (\$)
TAYLOR, JEFFREY	Associate	Corporate	2001	775.00	180.70	140,042.50
				745.00	413.50	308,057.50
TAYLOR, JOEL M.	Associate	Litigation	2001	775.00	270.30	209,482.50
				745.00	8.00	5,960.00
TOMITZ, JASON R	Associate	Tax	2012	415.00	1.40	581.00
TRAUM, ALEXANDER	Law Clerk	Corporate	Admission Pending	425.00	59.20	25,160.00
TRICARICO, LYNDIA M	Associate	Litigation	2011	560.00	80.50	45,080.00
				545.00	14.20	7,739.00
VELLUT, LAETITIA	Associate	Corporate	2005	700.00	6.80	4,760.00
WARSHALL-KATZ, ARIELLE	Associate	Litigation	2006	725.00	668.50	484,662.50
				700.00	645.20	451,640.00
				685.00	61.40	42,059.00
WEBBER, AMANDA	Associate	Corporate	2008	695.00	126.60	87,987.00
				635.00	24.50	15,557.50
WEISS, MATTHEW	Associate	Corporate	2011	545.00	29.10	15,859.50
				485.00	7.50	3,637.50
WIECKOWSKI, ELIZABETH M	Associate	Intellectual Property	1996	420.00	37.80	15,876.00
WOLF, BENJAMIN	Associate	Bankruptcy	2011	560.00	69.40	38,864.00
WONG, ANITA	Associate	Bankruptcy	2011	485.00	5.50	2,667.50
YERRAMALLI, ANUPAMA	Associate	Bankruptcy	2008	695.00	20.10	13,969.50
ZHAO, LUCY R	Associate	Corporate	2009	655.00	135.80	88,949.00
ZIEGLER, MATTHEW C	Associate	Bankruptcy	2011	560.00	247.90	138,824.00
				545.00	22.10	12,044.50
				485.00	28.60	13,871.00
SHAIN, ALIYA	Paralegal	Bankruptcy	N/A	285.00	690.30	196,735.50
				295.00	359.60	106,082.00
TATZ, DAWN	Paralegal	Litigation	N/A	305.00	577.40	176,107.00
				295.00	533.10	157,264.50
BESSNER, DEBORAH	Paralegal	Bankruptcy	N/A	295.00	531.40	156,763.00
STACKPOOLE, ANNE	Paralegal	Litigation	N/A	305.00	430.00	131,150.00
				295.00	449.70	132,661.50
SIKES, ALISON	Paralegal	Litigation	N/A	305.00	449.10	136,975.50
GOOT, RACHEL L	Paralegal	Litigation	N/A	305.00	27.20	8,296.00
				295.00	337.90	99,680.50
REID, DENISE L	Paralegal	Litigation	N/A	305.00	246.10	75,060.50
				295.00	247.70	73,071.50
ALMEDA, DOMINADOR E	Paralegal	Corporate	N/A	295.00	225.80	66,611.00
PHILLIP, RENEE	Paralegal	Litigation	N/A	305.00	221.80	67,649.00
				295.00	72.60	21,417.00

Name	Title	Dept	Year Admitted	Rate (\$)	Hours	Amount (\$)
SCARBROUGH, KIMESHA	Paralegal	Litigation	N/A	305.00	152.60	46,543.00
				295.00	318.10	93,839.50
CIPOLLA, SANTO A.	Paralegal	Litigation	N/A	305.00	137.90	42,059.50
				295.00	3.80	1,121.00
VANARIA, HUNTER	Paralegal	Bankruptcy	N/A	320.00	27.40	8,768.00
				310.00	131.00	40,610.00
WANG, SHULI	Paralegal	Corporate	N/A	295.00	114.10	33,659.50
OPPO, ANDREW J	Paralegal	Litigation	N/A	295.00	113.50	33,482.50
YAN, HENRY X	Paralegal	Intellectual Property	N/A	295.00	86.70	25,576.50
				285.00	57.50	16,387.50
CHOUPROUTA, ANDREA	Paralegal	Bankruptcy	N/A	320.00	74.20	23,744.00
				310.00	13.20	4,092.00
BECKER, BRYON	Paralegal	Bankruptcy	N/A	295.00	56.60	16,697.00
HOLTON, DANA N	Paralegal	Litigation	N/A	305.00	40.50	12,352.50
MUNGER, WILLIAM B	Paralegal	Litigation	N/A	295.00	26.30	7,758.50
BAIN, ROLAND	Paralegal	Litigation	N/A	295.00	17.50	5,162.50
CWIECEK, ANYA W	Paralegal	Intellectual Property	N/A	290.00	9.50	2,755.00
BAIN, ROLAND	Paralegal	Litigation	N/A	305.00	6.60	2,013.00
BADOLATO, PAMELA	Paralegal	Litigation	N/A	295.00	6.50	1,917.50
PAREDEZ, ROBERT	Paralegal	Litigation	N/A	305.00	5.70	1,738.50
CHECO, MIGUEL	Other Tkpr	Litigation Support	N/A	280.00	10.2	2,856.00
KRABILL, DEREK A	Other Tkpr	Litigation Support	N/A	280.00	17.0	4,760.00
NG, MICHAEL K	Other Tkpr	Litigation Support	N/A	280.00	2.1	588.00
BALDEON, ELLIOT A	Other Tkpr	Litigation Support	N/A	260.00	1.4	364.00
TOTAL					97,599.9	65,404,515.5
Less Voluntary Reductions to Resolve UST Objection to First Fee App						(163,825.25)
Less Voluntary Reductions to Resolve UST Objection to Second Fee App						(124,725.70)
Less Voluntary Reductions to Resolve UST Objection to Third Fee App						(42,980.50)
Less Voluntary Reductions to Resolve UST Objection to First Fee App						(72,683.10)
TOTAL						65,000,300.55

Blended hourly rate for all attorneys for the Total Compensation Period (pre-write-offs) is **\$698.14**.

Blended hourly rate for all attorneys for the Total Compensation Period (post-write-offs) is **\$693.68**.

Blended hourly rate for all timekeepers for the Total Compensation Period (pre-write-offs) is **\$670.13**.

Blended hourly rate for all timekeepers for the Total Compensation Period (post-write-offs) is **\$665.99**.

TABLE OF CONTENTS

	<u>Page</u>
PRELIMINARY STATEMENT	2
JURISDICTION AND VENUE	5
SUMMARY OF PROFESSIONAL COMPENSATION AND REIMBURSEMENT OF EXPENSES REQUESTED	7
BACKGROUND	10
KRAMER LEVIN FEE STATEMENTS	14
SUMMARY OF LEGAL SERVICES RENDERED	17
STATEMENT OF KRAMER LEVIN.....	37
ACTUAL AND NECESSARY DISBURSEMENTS OF KRAMER LEVIN	39
THE REQUESTED COMPENSATION SHOULD BE ALLOWED	40
NOTICE.....	42
NO PRIOR REQUEST.....	42

Exhibit A – Certification of Kenneth H. Eckstein

Exhibit B-1 – Summary of Professionals for the Fifth Interim Period

Exhibit B-2 – Summary of Professionals for the Fifth Interim Period

Exhibit C – Summary of Expenses for the Fifth Interim Period

Exhibit C-1 – Detail of Disbursements and Expenses for the Fifth Interim Period and Total
Compensation Period

Exhibit C-2 – Summary of Meeting Charges for the Fifth Interim Period

Exhibit C-3 – Summary of Photocopying Charges for the Fifth Interim Period

Exhibit D – Summary of Time by Billing Category for the Fifth Interim Period and Total
Compensation Period

Exhibit E– Time Detail by Month for the Fifth Interim Period

TABLE OF AUTHORITIES

	Page(s)
STATUTES	
11 U.S.C. § 330.....	1, 5, 40, 41
11 U.S.C. § 331.....	1, 5, 40
11 U.S.C. § 1107(a)	8
11 U.S.C. § 1108.....	8
28 U.S.C. § 157.....	5
28 U.S.C. § 1334.....	5
28 U.S.C. § 1408.....	5
28 U.S.C. § 1409.....	5
OTHER AUTHORITIES	
Fed. R. Bankr. P. 2016.....	1, 5

Hearing Date and Time: TBD
Objection Deadline: TBD

KRAMER LEVIN NAFTALIS & FRANKEL LLP

Kenneth H. Eckstein

Douglas H. Mannal

Stephen D. Zide

Rachael L. Ringer

1177 Avenue of the Americas

New York, New York 10036

Telephone: (212) 715-9100

Facsimile: (212) 715-8000

*Counsel for the Official Committee
of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

----- x
In re: : Chapter 11
: :
Residential Capital, LLC, et al., : Case No. 12-12020 (MG)
: :
Debtors. : Jointly Administered
: :
----- x

**FIFTH AND FINAL APPLICATION OF KRAMER LEVIN NAFTALIS & FRANKEL
LLP, COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS,
FOR FINAL ALLOWANCE OF COMPENSATION FOR PROFESSIONAL SERVICES
RENDERED AND FOR REIMBURSEMENT OF ACTUAL AND NECESSARY
EXPENSES INCURRED DURING (I) THE FIFTH INTERIM COMPENSATION PERIOD
OF SEPTEMBER 1, 2013 THROUGH DECEMBER 17, 2013 AND (II) THE TOTAL
COMPENSATION PERIOD OF MAY 16, 2012 THROUGH DECEMBER 17, 2013**

TO THE HONORABLE MARTIN GLENN
UNITED STATES BANKRUPTCY JUDGE:

Kramer Levin Naftalis & Frankel LLP (“**Kramer Levin**”), counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) of the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”) in the above-referenced chapter 11 cases (the “**Chapter 11 Cases**”), hereby files its fifth and final application (the “**Application**”) pursuant to section 330(a) and 331 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rule 2016-1

of the Local Bankruptcy Rules for the Southern District of New York (the “**Local Bankruptcy Rules**”), for (i) final allowance of compensation for professional services performed by Kramer Levin and for reimbursement of their actual and necessary expenses incurred during the period commencing September 1, 2013 through and including December 17, 2013 (the “**Fifth Interim Period**”), and (ii) final approval of professional services rendered by Kramer Levin and for reimbursement of its actual and necessary expenses incurred during the period May 16, 2012 through and including December 17, 2013 (the “**Total Compensation Period**”). In support of its Application, Kramer Levin respectfully represents as follows:

PRELIMINARY STATEMENT

1. Throughout these Chapter 11 Cases, Kramer Levin played an integral role as lead counsel to the Committee and expended substantial efforts representing the interests of the Committee and general unsecured creditors in all significant case matters. The Committee, as co-plan proponent, played a vital role in confirming the *Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors* [Docket No. 6065-1] (the “**Plan**”), less than twenty months after the commencement of these cases. Indeed, partly as a result of Kramer Levin’s substantial and tireless efforts as counsel to the Committee, the Plan ultimately presented to the Court in December 2013—unlike the plan contemplated at the outset of these cases—was supported by *every* major creditor constituency, thereby resolving tens of billions of claims asserted against the Debtors and bringing the largest bankruptcy case filed in 2012 to a successful conclusion.

2. The Plan embodied a near-unanimous global settlement of multiple complex and contentious inter-Debtor, intercreditor, and Debtor-creditor issues that had been the subject of substantial litigation both before and during these Chapter 11 Cases. If left unresolved, these numerous complex issues would have entailed lengthy and costly litigation

beyond that already incurred during the case, likely depleting and delaying distributions to creditors. Ally's substantial contribution of \$2.1 billion to the estates – upon which the Plan is premised, and which represented an amount nearly three times the amount Ally agreed to contribute at the outset of the cases – also settled significant and protracted litigation against Ally and its affiliates by both the estates and third parties, and facilitated the numerous other settlements comprising the Global Settlement.

3. From the beginning of these Chapter 11 Cases, the Committee advocated for a global resolution of the numerous complex issues surrounding the Debtors, rather than a piecemeal approach. To drive the parties towards a global settlement, Kramer Levin, at the instruction of the Committee, spearheaded a comprehensive investigation of potential causes of action against Ally, including several complex, related-party transactions between ResCap and Ally, as well as the settlements proposed in the prepetition plan support agreements (including the proposed RMBS settlement).

4. A resolution of the main case issues was achieved among almost all creditor constituencies in May 2013 when, as a result of the global mediation led by the Honorable James M. Peck, the Committee, Ally, the Debtors, and the major unsecured creditor constituents executed the Plan Support Agreement upon which the Plan was premised. Subsequent to executing the Plan Support Agreement, Kramer Levin worked towards resolving numerous other claims and potential confirmation objections – including successfully resolving the claims of, among others, Ambac, Assured, Syncora, Impac, the Rothstein Plaintiffs, the RESPA Plaintiffs, the NCUAB, FHFA, Freddie Mac, the PBGC, and Ocwen – and drafted and negotiated numerous key provisions of the Disclosure Statement, Plan, Confirmation Order, and Plan Supplement.

5. As the cases progressed towards confirmation, the only major remaining party opposing the chapter 11 plan was the Junior Secured Noteholders, whose claims, liens, and entitlement to postpetition interest were the subject of two adversary proceedings commenced by both the Committee and the Debtors, subsequently consolidated into the Consolidated Adversary Proceeding (as defined below). Kramer Levin spent significant time during the Fifth Interim Period working with the Debtors on issues relating to the prosecution of the Consolidated Adversary Proceeding, which was divided into two phases and culminated in two separate week-long trials in October and November 2013. The issues addressed in the trials included the extent of the Junior Secured Noteholders' liens, valuation of their collateral, the size of their allowed claim and entitlement to postpetition interest. To prepare for these trials, Kramer Levin spent time drafting pre-trial and post-trial briefing, taking and defending depositions, drafting and responding to motions in limine, and addressing numerous evidentiary issues, among other things.

6. Throughout the course of both phases of the trial, Kramer Levin continued to spearhead negotiations and participate in mediation sessions with the Junior Secured Noteholders. Ultimately, following the ruling on Phase I of the trial, and after the close of evidence in the Phase II trial, these negotiations led to a global resolution of all outstanding issues with the Junior Secured Noteholders, pursuant to which the Junior Secured Noteholders would receive a par recovery on account of their claims and \$125 million of postpetition interest and fees. The settlement with the Junior Secured Noteholders was likewise implemented through amendments to the Plan, which, with the support of the Junior Secured Noteholders, was confirmed on December 11, 2013 and went effective on December 17, 2013.

7. Given the numerous and complex issues presented by these cases, and the quick pace at which these cases progressed, Kramer Levin was required to keep the Committee continuously apprised of important case developments and issues. In this regard, Kramer Levin hosted Committee calls or meetings at least weekly, held numerous pre-calls with the Committee co-chairs and individual Committee members, as well as provided the Committee with detailed reports and updates on the cases on a daily basis. Kramer Levin also coordinated communications with the Debtors, Ally, and the Consenting Claimants, as the numerous parties worked together towards confirmation of the Plan.

8. Specifically, during the Fifth Interim Period, Kramer Levin's work was primarily devoted to the Consolidated Adversary Proceedings and working towards confirmation of the Plan. The actions taken by the Committee, through Kramer Levin and its other professionals, yielded significant benefits for the estates and their creditors. In addition to those discussed above, notable highlights of Kramer Levin's role during the Fifth Interim Period, among others, include:

- Working with the Debtors to implement a plan discovery protocol which was approved by the Court to streamline the resolution of contested confirmation issues;
- Significant work to litigate issues with the Junior Secured Noteholders, involving two separate week-long trials in October and November 2013, and an eventual global resolution of issues with the Junior Secured Noteholders;
- Revising the Plan prior to confirmation to reflect the numerous additional settlements that were negotiated leading towards confirmation;
- Preparing for, and participating in the week-long confirmation hearing in November and December 2013 on the proposed Plan;

- Drafting, negotiating, and obtaining entry of the *Order Confirming Second Amended Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors* [Docket No. 6065], which brought these Chapter 11 Cases to a successful conclusion;
- Drafting and negotiating Plan-related documents, including the Liquidating Trust Agreement, the RMBS Claims Trust Agreement, the Borrower Claims Trust Agreement, and the Private Securities Claims Trust Agreement;
- Working with the Debtors and Quest Turnaround Advisors to prepare for a smooth transition to the Liquidating Trust post-Effective Date;
- Working with the Debtors to establish the disputed claims reserve; and
- Continuing a thorough analysis of the claims asserted by major creditor constituencies, including numerous proofs of claim filed against the Debtors, and coordinating with the Debtors on individual and omnibus claims objections to certain of those claims.

9. The Committee's substantial accomplishments during the Fifth Interim Period, and throughout these Chapter 11 Cases, required significant resources from multiple departments within Kramer Levin. Kramer Levin respectfully submits that its services during the Fifth Interim Period and Total Compensation Period were required by the unique demands of these cases, valuable, and warrant approval of its requested fees and expenses.

JURISDICTION AND VENUE

10. The Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334.

11. Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

12. The statutory predicate for the relief requested herein is sections 330 and 331 of the Bankruptcy Code, Rule 2016 of the Bankruptcy Rules, and Rule 2016-1 of the Local Bankruptcy Rules.

**SUMMARY OF PROFESSIONAL COMPENSATION
AND REIMBURSEMENT OF EXPENSES REQUESTED**

13. This Application has been prepared in accordance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on January 23, 2013 (the “**Local Guidelines**”), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, adopted on January 30, 1996 (the “**UST Guidelines**”), and the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [Docket No. 797] entered in these Chapter 11 Cases (the “**Interim Compensation Order**” and together with the Local Guidelines and the UST Guidelines, the “**Guidelines**”). Pursuant to the Guidelines, a certification of Kenneth H. Eckstein regarding compliance with the Guidelines is attached hereto as **Exhibit A**.

A. Summary of Compensation for Fifth Interim and Total Compensation Period

14. Kramer Levin seeks final allowance of fees for professional services rendered during the Fifth Interim Period and the Total Compensation Period in the amounts of \$12,927,413.00 and \$65,000,300.55 respectively. Additionally, Kramer Levin seeks reimbursement of expenses incurred in connection with those services in the amounts of \$516,511.68 and \$2,416,309.04 respectively.

15. During the Fifth Interim Period, Kramer Levin attorneys and paraprofessionals expended a total of 18,418.40 hours for which compensation is requested. During the Total Compensation Period, a total amount of 97,599.90 hours were expended by attorneys and paraprofessionals on behalf of the Committee.

16. There is no agreement or understanding between Kramer Levin and any other person, other than members of the firm, for the sharing of compensation to be received for services rendered in these Chapter 11 Cases.

17. The fees charged by Kramer Levin in these Chapter 11 Cases are billed in accordance with its existing billing rates and procedures set forth in the Application Pursuant to Sections 328 and 1103 of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 2014 for an Order to Retain and Employ Kramer Levin Naftalis & Frankel LLP as Counsel to the Official Committee of Unsecured Creditors of the Debtors, *Nunc Pro Tunc*, to May 16, 2012 (the “**Retention Application**”) [Docket No. 528]. On February 14, 2013, Kramer Levin filed the Supplemental Declaration of Kenneth H. Eckstein Pursuant to Order Approving Retention of Kramer Levin Naftalis & Frankel LLP as Counsel to the Official Committee of Unsecured Creditors, *Nunc Pro Tunc* to May 16, 2012 [Docket No. 2920], pursuant to which Kramer Levin provided notice of an increase in its hourly rates.

18. The rates Kramer Levin charges for the services rendered by its professionals and paraprofessionals in these Chapter 11 Cases are reasonable relative to the rates charged by Kramer Levin to non-bankruptcy clients and to the customary compensation charged by comparably skilled practitioners in comparable non-bankruptcy and bankruptcy cases in a competitive national legal market.

B. Voluntary Write-Offs During Fifth Interim and Total Compensation Period

19. During the course of these Chapter 11 Cases, Kramer Levin exercised its billing discretion and, as discussed in more detail herein, voluntarily wrote-off certain fees and expenses. Kramer Levin’s voluntary write-offs consisted of the following: (i) voluntary fee and expense reductions on a monthly basis, (ii) voluntary fee and expense reductions prior to filing

fee applications, (iii) voluntary fee and expense reductions to resolve issues raised by the U.S. Trustee, (iv) voluntarily capping hourly billing rates for certain Kramer Levin partners, and (v) voluntarily declining to effectuate a class year step-up for associates in the fall of 2013.

20. Kramer Levin's voluntary write-offs discussed above resulted in savings to the Debtors' estates during the Fifth Interim Period of approximately \$1,866,376.75. Kramer Levin's voluntary write-offs since the beginning of the case resulted in savings to the Debtors' estates of over \$4,898,957.12 during the Total Compensation Period.

21. The write-offs reflected in the monthly invoices and this Final Fee Application as described herein were discussed with representatives of the Creditors' Committee, as well as representatives of the ResCap Liquidating Trust. Consistent with these discussions, Kramer Levin intends to implement additional write-offs following discussions with the U.S. Trustee in advance of the hearing on final fee applications.

C. Schedules of Time Detail and Summaries of Requested Fees and Expenses

22. Pursuant to the UST Guidelines, annexed hereto as **Exhibit B-1** and **Exhibit B-2**, is a schedule setting forth all Kramer Levin professionals and paraprofessionals who performed services in these Chapter 11 Cases during the Fifth Interim Period and the Total Compensation Period, respectively, the capacities in which such individuals are employed by Kramer Levin, the hourly billing rates charged by Kramer Levin for services performed by such individuals, and the aggregate number of hours expended and fees billed.

23. Annexed hereto as **Exhibit C** is a schedule specifying the categories of expenses for which Kramer Levin is seeking reimbursement and the total amount for each expense category for the Fifth Interim Period and the Total Compensation Period. In addition, attached hereto as **Exhibit C-1** is a schedule of all of the expenses incurred during the Fifth

Interim Period and the Total Compensation Period. Attached hereto as **Exhibit C-2** is a summary of all meeting expenses and a schedule identifying the average cost per person of such meetings, and attached hereto as **Exhibit C-3** is a schedule illustrating the cap of \$0.10 per page for photocopying expenses incurred during the Fifth Interim Period.

24. Pursuant to Section II.D of the UST Guidelines, annexed hereto as **Exhibit D** is a summary of Kramer Levin's time billed during the Fifth Interim Period and the Total Compensation Period, broken down by project categories, as hereinafter described.

25. Annexed hereto as **Exhibit E** is Kramer Levin's time detail for the Fifth Interim Period. Kramer Levin's time detail for the First Interim Period, the Second Interim Period, the Third Interim Period, and the Fourth Interim Period is attached to the respective interim fee applications previously filed and are incorporated herein by reference.

BACKGROUND

A. General Background

26. On May 14, 2012 (the "**Petition Date**"), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code.

27. On May 16, 2012, the United States Trustee for the Southern District of New York (the "**U.S. Trustee**") appointed the Committee. The U.S. Trustee selected the following nine parties to serve as members of the Committee: (i) Wilmington Trust, N.A.; (ii) Deutsche Bank Trust Company Americas; (iii) The Bank of New York Mellon Trust Company, N.A.; (iv) MBIA Insurance Corporation; (v) Rowena L. Drennen; (vi) AIG Asset Management (U.S.), LLC; (vii) U.S. Bank National Association; (viii) Allstate Life Insurance Company; and (ix) Financial Guaranty Insurance Corporation.

28. On July 3, 2013, the Plan Proponents filed the Plan and Disclosure Statement [Docket Nos. 4153, 4157], which were subsequently modified and amended on

August 16, 2013 [Docket No. 4733], and August 20, 2013 [Docket No. 4770]. Following a hearing held on August 21, 2013 regarding the adequacy of the Disclosure Statement, on August 23, 2013, the Court entered an order approving the Disclosure Statement [Docket No. 4809]. The solicitation versions of the Plan and Disclosure Statement were filed on August 23, 2013 [Docket No. 4819].

29. The Plan was subsequently modified and amended on November 12, 2013 [Docket No. 5770], November 18, 2013 [Docket No. 5854], December 3, 2013 [Docket No. 5993], and December 6, 2013 [Docket No. 6030]. The Plan was confirmed by the Court on December 11, 2013 [Docket No. 6065] and the effective date of the Plan occurred on December 17, 2013 [Docket No. 6137].

B. Kramer Levin Compensation Background

30. On June 27, 2012, Kramer Levin filed the Retention Application [Docket No. 528]. On July 16, 2012, the Court entered the Order Authorizing the Retention of Kramer Levin Naftalis & Frankel LLP as Counsel for the Official Committee of Unsecured Creditors *Nunc Pro Tunc* to May 16, 2012 [Docket No. 777] (the “**Retention Order**”).

31. On August 24, 2012, Kramer Levin filed the Supplemental Declaration of Kenneth H. Eckstein in Support of Application Pursuant to Sections 328 and 1103 of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 2014 for an Order to Retain and Employ Kramer Levin Naftalis & Frankel LLP as Counsel to the Official Committee of Unsecured Creditors of the Debtors, *Nunc Pro Tunc*, to May 16, 2012 [Docket No. 1257].

32. On August 15, 2013, Kramer Levin filed the Second Supplemental Declaration of Kenneth H. Eckstein in Support of Application Pursuant to Sections 328 and 1103 of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 2014 for an Order to Retain

and Employ Kramer Levin Naftalis & Frankel LLP as Counsel to the Official Committee of Unsecured Creditors of the Debtors, *Nunc Pro Tunc*, to May 16, 2012 [Docket No. 4719].

33. On October 19, 2012, Kramer Levin filed its first interim application (the “**First Interim Fee Application**”) for the allowance of compensation for professional services rendered and for reimbursement of actual and necessary expenses incurred from May 16, 2012 through August 31, 2012 (the “**First Interim Fee Period**”). In the First Interim Fee Application, Kramer Levin sought the interim allowance of fees in the aggregate amount of \$10,675,061.50 (the “**First Interim Fees**”), and the interim allowance of the reimbursement for actual and necessary expenses in the amount of \$305,820.34 (the “**First Interim Expenses**”).

34. By order dated December 28, 2012, the First Interim Fees and the First Interim Expenses were allowed in full, following a consensual fee and expense reduction resolving the objection of the U.S. Trustee. Pursuant to the order, Kramer Levin received payment from the Debtors for (i) the full amount of the First Interim Expenses, and (ii) the full amount of the First Interim Fees subject to a 10% holdback.

35. On March 14, 2013, Kramer Levin filed its second interim application (the “**Second Interim Fee Application**”) [Docket No. 3212] for the allowance of compensation for professional services rendered and for reimbursement of actual and necessary expenses incurred from September 1, 2012 through December 31, 2012 (the “**Second Interim Fee Period**”). In the Second Interim Fee Application, Kramer Levin Sought the interim allowance of fees in the aggregate amount of \$15,217,748.50 (the “**Second Interim Fees**”), and the interim allowance of the reimbursement for actual and necessary expenses in the amount of \$385,666.94 (the “**Second Interim Expenses**”).

36. By order dated April 29, 2013 [Docket No. 3556], the Second Interim Fees and the Second Interim Expenses were allowed in full, following a consensual fee and expense reduction resolving the objection of the U.S. Trustee. Pursuant to the order, Kramer Levin received payment from the Debtors for (i) the full amount of the Second Interim Expenses, and (ii) the full amount of the Second Interim Fees subject to a 10% holdback.

37. On August 8, 2013, Kramer Levin filed its third interim application (the “**Third Interim Fee Application**”) [Docket No. 4573] for the allowance of compensation for professional services rendered and for reimbursement of actual and necessary expenses incurred from January 1, 2013 through April 30, 2013 (the “**Third Interim Fee Period**”). In the Third Interim Fee Application, Kramer Levin Sought the interim allowance of fees in the aggregate amount of \$15,197,547.00 (the “**Third Interim Fees**”), and the interim allowance of the reimbursement for actual and necessary expenses in the amount of \$806,168.59 (the “**Third Interim Expenses**”).

38. By order dated September 25, 2013 [Docket No. 5205], the Third Interim Fees and the Third Interim Expenses were allowed in full, following a consensual fee and expense reduction resolving the objection of the U.S. Trustee. Pursuant to the order, Kramer Levin received payment from the Debtors for (i) the full amount of the Third Interim Expenses, (ii) the full amount of the Third Interim Fees subject to a 10% holdback, and (iii) the remaining 10% holdback from the First Interim Fee Period and Second Interim Fee Period.

39. On November 18, 2013, Kramer Levin filed its fourth interim application (the “**Fourth Interim Fee Application**”) [Docket No. 5867] for the allowance of compensation for professional services rendered and for reimbursement of actual and necessary expenses incurred from May 1, 2013 through August 31, 2013 (the “**Fourth Interim Fee Period**”). In the

Fourth Interim Fee Application, Kramer Levin Sought the interim allowance of fees in the aggregate amount of \$11,386,709.50 (the “**Fourth Interim Fees**”), and the interim allowance of the reimbursement for actual and necessary expenses in the amount of \$412,285.71 (the “**Fourth Interim Expenses**”).

40. By order dated December 19, 2013 [Docket No. 6193], the Fourth Interim Fees and the Fourth Interim Expenses were allowed in full, following a consensual fee and expense reduction resolving the objection of the U.S. Trustee. Pursuant to the order, Kramer Levin received payment from the Debtors for (i) the full amount of the Fourth Interim Expenses, and (ii) the full amount of the Fourth Interim Fees subject to a 10% holdback.

KRAMER LEVIN FEE STATEMENTS

41. Kramer Levin maintains computerized records of the time spent by all Kramer Levin attorneys and paraprofessionals in connection with its representation of the Committee. Subject to redaction for the attorney-client privilege, Kramer Levin submitted monthly fee statements (the “**Monthly Fee Statements**”) to the Notice Parties (as that term is defined in the Interim Compensation Order) in the format specified by the UST Guidelines, allowing each of the Notice Parties an opportunity to review and object to the Monthly Fee Statements.¹ Kramer Levin provided the Notice Parties with the following Monthly Fee Statements for the Fifth Interim Period:

- For September 1, 2013 through September 30, 2013 – fees of \$3,093,371.00 and expenses of \$113,950.90 (the “**September Statement**”);
- For October 1, 2013 through October 31, 2013 – fees of \$5,336,362.00 and expenses of \$198,177.87 (the “**October Statement**”);

¹ To date, Kramer Levin has not received any objections to its Monthly Fee Statements.

- For November 1, 2013 through November 30, 2013 – fees of \$3,688,248.00 and expenses of \$175,344.33 (the “**November Statement**”); and
- For December 1, 2013 through December 17, 2013 – fees of \$992,094.00 and expenses of \$32,420.81 (the “**December Statement**”).

42. In total, Kramer Levin submitted Monthly Fee Statements during the Fifth Interim Period for fees of \$12,927,413.00 and expenses of \$516,511.68. Prior to submitting the Monthly Fee Statements, Kramer Levin conducted an internal review of the fees and expenses incurred during each applicable period and determined to voluntarily write-off fees in the amount of \$1,044,476.00 and expenses in the amount of \$211,863.75.

43. In accordance with the Interim Compensation Order, Kramer Levin sought payment for 80% of fees and 100% of expenses incurred pursuant to each Monthly Fee Statement:

- With respect to the September Statement, Kramer Levin received a payment of \$2,588,647.70, representing 80% of fees requested (\$2,474,696.80) and 100% of expenses requested (\$113,950.90).
- With respect to the October Statement, Kramer Levin requested payment of \$4,467,267.47, representing 80% of fees requested (\$4,269,089.60) and 100% of expenses requested (\$198,177.87).
- With respect to the November Statement, Kramer Levin requested payment of \$3,125,942.73, representing 80% of fees requested (\$2,950,598.40) and 100% of expenses requested (\$175,344.33).
- With respect to the December Statement, Kramer Levin requested payment of \$826,096.01 representing 80% of fees requested (\$793,675.20) and 100% of expenses requested (\$32,420.81).

44. At the time of this application, Kramer Levin has not received any payments on account of the October, November and December Statements.

45. Following the submission of the Monthly Fee Statements, Kramer Levin conducted a further review of the fees and expenses incurred during the Fifth Interim Period and elected to further write off fees in the amount of \$182,662.00 and reduce the amount of expenses requested by \$3,382.23. Reflecting these additional write-offs for the Fifth Interim Period, the total amount of voluntary write-offs in fees is \$1,227,138.00 and the total amount of voluntary write-offs in expenses is \$211,863.75.²

46. In total, therefore, pursuant to this Application, Kramer Levin respectfully requests that the Court enter an order (i) awarding Kramer Levin on a final basis fees in an aggregate amount of \$12,927,413.00 and the reimbursement of actual and necessary expenses Kramer Levin incurred during the Fifth Interim Period in the aggregate amount of \$516,511.68; (ii) awarding Kramer Levin, on a final basis, fees in the aggregate amounts of \$65,000,300.55 (the “**Total Compensation Period Fees**”), representing 100% of the First Interim Fees, Second Interim Fees, Third Interim Fees, Fourth Interim Fees and Fifth Interim Fees, and awarding Kramer Levin on a final basis, reimbursement of actual and necessary expenses in the aggregate amount of \$2,416,309.04 (the “**Total Compensation Period Expenses**”), representing 100% of the First Interim Expenses, Second Interim Expenses, Third Interim Expenses, Fourth Interim Expenses, and Fifth Interim Expenses; and (iii) authorizing and directing the Debtors to pay Kramer Levin the balance of its unpaid fees and expenses.

² As a result of freezing the hourly billing rates of Kenneth H. Eckstein and Philip Kaufman, Kramer Levin has further voluntarily reduced its fees by an additional \$61,234.50 for this fee period. In addition, Kramer Levin did not effectuate a class year step-up in September 2013, effectively freezing associate rates, generating an additional \$344,378.00 reduction in fees for this fee period. Thus, Kramer Levin’s voluntary write-offs and discounts for this fee period total a cost savings of \$405,612.50.

SUMMARY OF LEGAL SERVICES RENDERED

47. The Committee has accomplished a substantial amount since its appointment in these Chapter 11 Cases. To support these results, Kramer Levin provided a wide array of services during the Total Compensation Period, including, for example, (i) commencing an investigation of prepetition related-party transactions among the Debtors and Ally; (ii) analyzing and litigating the \$8.7 billion settlement of RMBS liabilities proposed by the Debtors at the outset of these cases; (iii) negotiating the Debtors' debtor-in-possession financing and cash collateral orders; (iv) analyzing and facilitating the sales of the Debtors' mortgage origination and servicing platform (the "**Platform Assets**") and hold-for-sale loan portfolio ("**HFS Assets**") to the highest bidders; (v) performing a review of the Debtors' servicing and subservicing matters; (vi) hosting and participating in the global mediation sessions that resulted in the Global Settlement; (vii) drafting and negotiating the terms of the Plan Support Agreement, Term Sheets, Plan, Disclosure Statement, and Plan Supplement documents among the Consenting Claimants, the Debtors, and Ally; (viii) working with the Debtors and Consenting Claimants towards approval of the Disclosure Statement and confirmation of the Plan; (ix) addressing issues related to the Junior Secured Noteholders, including two separate trials, and negotiating and implementing the ultimate settlement with the Junior Secured Noteholders; (x) analyzing thousands of claims filed against the Debtors; (xi) establishing a disputed claims reserve; (xii) analyzing the Debtors' obligations under the consent order with the Federal Reserve Board and other regulatory obligations; (xiii) preparing for the establishment of the Liquidating Trust and other trusts contemplated by the Plan, drafting and negotiating all related documents, and ensuring a smooth transition post-Effective Date and (xiv) reviewing and analyzing employee matters and executive compensation issues.

48. The legal services rendered by Kramer Levin during the Fifth Interim Period are summarized below. The following summary is not a detailed description of the work performed, as the day-to-day services and the time expended in performing such services are fully set forth in **Exhibit E**. Rather, in compliance with the UST Guidelines, the following summary highlights certain areas in which services were rendered to the Committee and identifies some of the issues to which Kramer Levin devoted significant time and effort during the Fifth Interim Period. The summary of legal services rendered by Kramer Levin during the First Interim Period, the Second Interim Period, the Third Interim Period and the Fourth Interim Period are described in the respective interim fee applications previously filed and are incorporated herein by reference.

49. The summary is divided according to the project billing codes that Kramer Levin created to best reflect the categories of tasks that it was required to perform in connection with these Chapter 11 Cases. Nevertheless, under the circumstances, and given the interconnectedness of the issues in these Chapter 11 Cases, certain of these categories may overlap with one another.

A. Case Administration

Kramer Levin Billing Code: 1

(Matter 1 Fees: \$32,042.00 / Hours Billed: 73.50)

50. Throughout the Fifth Interim Period, Kramer Levin continued to monitor the bankruptcy docket, reviewed and summarized the various pleadings filed in the cases for both internal and client use, and communicated with other professionals regarding the progress of the Chapter 11 Cases. The complexity of these cases also requires careful internal coordination among Kramer Levin professionals to handle matters efficiently and effectively. To that end, this matter includes time spent preparing work-in-progress memoranda and a case calendar, as well as holding coordination meetings to ensure that Kramer Levin professionals are

undertaking the various required tasks in an efficient manner. Lastly, this matter includes time billed by Kramer Levin professionals and paraprofessionals in creating and maintaining case files and databases to ensure appropriate access by other professionals.

B. DIP Financing/Cash Collateral

Kramer Levin Billing Codes: 2

(Matter 2 Fees: \$36,652.00/ Hours Billed:50.40)

51. Prior to the Fifth Interim Period, Kramer Levin worked with the Debtors to implement a partial paydown of the principal balance of the Junior Secured Noteholders. For example, Kramer Levin drafted and filed on June 10, 2013, the *Statement of the Official Committee of Unsecured Creditors in Support of the Debtors Amended Motion Seeking Authorization to Satisfy Certain Secured Claims* [Docket No. 3935]. Pursuant to Court orders, on June 13, 2013 and July 29, 2013, the Debtors partially satisfied the principal balance of the Junior Secured Notes in the amounts of \$800 million and \$300 million, respectively [Docket Nos. 3967, 4404]. During the Fifth Interim Period, the Committee continued to work with the Debtors to analyze and determine whether an additional paydown to the Junior Secured Noteholders would be in the best interests of the estates and creditors.

C. Use, Sale or Lease of Property/Executory Contracts/Unexpired Leases

Kramer Levin Billing Codes: 3 and 15

(Matter 3 Fees: \$131,305.50 / Hours Billed:184.50)

(Matter 15 Fees: \$764.50/ Hours Billed:1.1)

52. Following the closing of the sale of the Debtors' Platform Assets and HFS Assets in early 2013, certain sale-related issues remained outstanding in the Fifth Interim Period, including certain cure objections. Kramer Levin continued to review each of these cure objections, and work with the Debtors' professionals and successful bidders in an attempt to resolve these objections, as well as advised the Committee with regard to the status of other open cure objections. Specifically, during this time, Kramer Levin worked with the Debtors to

negotiate and resolve the cure objections asserted by Ambac, Impac, and Syncora. The stipulation resolving Ambac's cure claims and its objection to the assumption and assignment of the servicing of the Ambac insured transactions was filed on October 9, 2013 [Docket No. 5321] and approved by the Court on October 18, 2013 [Docket No. 5389]; the stipulation resolving Syncora's objections was filed on November 15, 2013 [Docket No. 5794] and approved by the Court on November 18, 2013 [Docket No. 5824]; and the stipulation resolving Impac's cure objection was filed on December 10, 2013 [Docket No. 6059] and approved by the Court on December 12, 2013 [Docket No. 6084]. During the Fifth Interim Period, Kramer Levin also continued to analyze issues relating to purchase price adjustments and updated the Committee on these issues.

53. In connection with the sales of the Debtors' assets, the Debtors sought to assume or reject certain executory contracts and unexpired leases. In accordance with the rejection procedures established by the Court, Kramer Levin and other Committee professionals analyzed the contracts or leases the Debtors sought to assume or reject to ensure that the Debtors' proposed actions were in the best interests of the estates. In addition, on October 29, 2013, the Plan Proponents filed the Assumption Schedule setting forth the executory contracts and unexpired leases to be assumed pursuant to the Plan [Docket No. 5546], and on December 6, 2013, the Plan Proponents filed a revised Assumption Schedule [Docket No. 6035].

54. During the Fifth Interim Period, Kramer Levin and the Committee professionals also continued to analyze the potential to sell a subset of the FHA loans held by the Debtors.

D. Chapter 11 Plan/Disclosure Statement/Borrower Claims Trust

Kramer Levin Billing Codes: 4 and 25

(Matter 4 Fees: \$5,794,693.50/Hours Billed: 8,068.90)

(Matter 26 Fees: \$73,962.00/Hours Billed: 96.80)

55. As this Court is well aware, prior to the Fifth Interim Period, the Committee, the Debtors, Ally, and the majority of the Debtors' major unsecured creditor constituencies reached a global resolution of the major outstanding case issues (the "**Global Settlement**"), as a result of the mediation sessions hosted by Kramer Levin and led by the Honorable James M. Peck as mediator. The terms of the Global Settlement were implemented through the Chapter 11 Plan filed on July 3, 2013, as amended.

56. Following approval of the Disclosure Statement on August 23, 2013, Kramer Levin worked tirelessly with the Debtors to pursue confirmation of the Plan, with the hearing to consider confirmation of the Plan scheduled to commence on November 19, 2013. Kramer Levin worked with the Debtors to settle numerous claims and confirmation objections, including Ambac, Assured, Syncora, Impac, the NCUAB, FHFA, Freddie Mac, the PBGC, Ocwen and the Junior Secured Noteholders, paving the way for a largely consensual confirmation process.

57. In accordance with the terms of the Plan, on October 11, 2013, the Plan Proponents filed the exhibits comprising the Plan Supplement [Docket No. 5342], including the Liquidating Trust Agreement, the Borrower Claims Trust Agreement, the RMBS Claims Trust Agreement, the Private Securities Claims Trust Agreement, and other documents relating to the implementation of the terms of the Plan. Kramer Levin spent significant efforts drafting and negotiating these documents, and continued to revise these documents prior to confirmation. Amended versions of the Liquidating Trust Agreement and Borrower Claims Trust Agreement were filed on November 12, 2013 [Docket No. 5719], and a further amended version of the

Liquidating Trust Agreement was filed on December 10, 2013 [Docket No. 6064]. Execution versions of the Liquidating Trust Agreement, the Borrower Claims Trust Agreement, the RMBS Claims Trust Agreement and the Private Securities Claims Trust Agreement were filed on December 17, 2013 [Docket No. 6136].

58. Kramer Levin was involved in all aspects of drafting the confirmation briefing and coordinating such efforts with the Debtors and other Committee professionals; these efforts included numerous meetings and strategy sessions among the Plan Proponents. Kramer Levin also reviewed all objections to confirmation, worked with the Debtors to resolve many of these objections prior to the confirmation hearing, and drafted the Plan Proponents' confirmation brief—which included an analysis of the Plan under subsections of section 1129 of the Bankruptcy Code, the Global Settlement and other settlements embodied in the Plan, as well as the Plan releases, exculpation, and judgment reduction provisions—and omnibus response to the objections to confirmation. On November 12, 2013, the Plan Proponents filed the *Memorandum of Law in Support of Confirmation of the Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors* [Docket No. 5720] and the *Plan Proponents Omnibus Response to Objections to Confirmation of the Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors* [Docket No. 5718].

59. Upon conclusion of the five-day confirmation hearing and Phase II trial, the Junior Secured Noteholders remained as the only significant party opposing confirmation. Kramer Levin continued to drive negotiations with the Junior Secured Noteholders, and ultimately reached a global settlement of all issues with the Junior Secured Noteholders. Kramer Levin spent time drafting revisions to the Plan and proposed confirmation order to reflect such

settlement. On December 3, 2013, the Plan Proponents filed an amended version of the Plan [Docket No. 5993] to reflect the settlement with the Junior Secured Noteholders. The Plan was subsequently modified on December 6, 2013 [Docket No. 6030]. Kramer Levin also drafted the proposed Confirmation Order, which was entered by the Court on December 11, 2013 [Docket No. 6065].

60. The Plan also provided for the establishment of numerous trusts, including the Liquidating Trust. Kramer Levin drafted the documents necessary to implement the Liquidating Trust, and provided the Committee with updates on the mechanics to distribute Units and cash to creditors.

61. The Plan provides for the treatment of Borrower Claims through the establishment of the Borrower Claims Trust. Under the Plan, Allowed Borrower Claims will receive distributions in cash rather than in Units, and will receive a distribution estimated to be equivalent to that received by other general unsecured creditors at the same Debtor Group. Kramer Levin worked with the Debtors and their professionals, the Committee professionals (including SilvermanAcampora as Special Borrower Counsel), and counsel for Ms. Rowena Drennen, the borrower representative on the Committee, to determine the Borrower Trust True-Up, if any, needed pursuant to the terms of the Plan. Following a detailed analysis of Borrower Claims, the parties determined that a Borrower Trust True-up was not required.

E. JSN Adversary Proceeding

Kramer Levin Billing Code: 8

(Fees: \$4,997,718.50/Hours Billed:7,242.90)

62. Prior to the Fifth Interim Period, in accordance with the Bankruptcy Court's order granting the Committee standing to pursue claims against the Junior Secured Noteholders, the Committee filed a complaint on February 28, 2013 and thereby commenced an

adversary proceeding against the Junior Secured Noteholders [Docket No. 3069; Adv. Case. No. 13-01277] (the “**Committee Adversary Proceeding**”).

63. Following the commencement of the Committee Adversary Proceeding, the Committee and the Debtors held numerous in-depth discussions regarding certain contentions made by the Junior Secured Noteholders as to the extent of their security interest in the Debtors’ assets and their entitlement to postpetition interest pursuant to section 506(b) of the Bankruptcy Code. Following these discussions, the Debtors determined to commence an adversary proceeding against the Junior Secured Noteholders to address these issues. The Debtors’ complaint seeking, inter alia, declaratory judgment that the Junior Secured Noteholders were not entitled to postpetition interest under section 506(b) was filed on May 3, 2013 [Docket No. 3592; Adv. Case No. 13-01343] (the “**Debtors’ Adversary Proceeding**”).

64. On June 21, 2013, the Court, with the agreement of all parties to the proceedings, consolidated the Committee Adversary Proceeding and the Debtors’ Adversary Proceeding (the “**Consolidated Adversary Proceeding**”) for all purposes pursuant to Federal Rule of Bankruptcy Procedure 7042.

65. Throughout the Fifth Interim Period, Kramer Levin prepared for, and participated in, two separate week-long trials in the Consolidated Adversary Proceeding. These efforts included reviewing numerous documents, addressing significant discovery and evidentiary issues, drafting pre-trial and post-trial briefing, taking and defending dozens of depositions, drafting and responding to motions in limine, participating in numerous meetings and status conferences before the Court, participating at the trials, and keeping the Committee updated on developments on a daily basis.

66. The trial with the Junior Secured Noteholders was bifurcated into two phases, with Phase I occurring from October 15 through 17 and October 21 through 23, 2013. In connection with Phase I, the parties submitted the written testimony of thirteen witnesses, more than 700 exhibits, and over 100 pages of fact stipulations and contentions [No. 13-01277, Docket No. 161], as well as motions in limine seeking to excluded the testimony of various proffered experts [Docket Nos. 107, 109], and post-trial briefs [Docket No. 186] and proposed findings of fact and conclusions of law [Docket No. 187]. Kramer Levin also prepared written materials for opening and closing arguments. Closing arguments in Phase I were heard on November 6, 2013, and on November 15, 2013, the Court issued a memorandum opinion, findings of fact, and conclusions of law regarding the Phase I issues [Docket No. 5772].

67. Phase II issues were heard in connection with confirmation on November 19 through 22 and November 25, 2013. The parties submitted, and the Court admitted into evidence, the written direct testimony of over thirty witnesses, as well as over 900 exhibits, 177 pages of Phase II fact stipulations and contentions and more than 275 pages of legal briefing addressing Phase II and confirmation issues, as well as a motion in limine from each side. On November 18, 2013, the Court granted the Plan Proponents' motion in limine to exclude the proposed expert testimony of Raymond T. Lyons [Docket No. 5800].

68. The parties filed consolidated deposition designations on November 12, 2013 [Docket No. 5714] and second consolidated deposition designations on November 18, 2013 [Docket No. 5803]. At trial, many of the witnesses were cross-examined and subject to redirect examination, which required extensive preparation and participation by Kramer Levin.

69. Throughout the Fifth Interim Period, Kramer Levin, on behalf of the Committee, continued to engage in ongoing discussions and mediation with the Junior Secured

Noteholders. After the close of evidence in the Confirmation Hearing and Phase II trial, the Plan Proponents and Junior Secured Noteholders engaged in further negotiations, which ultimately resulted in a global resolution of all issues with the Junior Secured Noteholders. The consenting Junior Secured Noteholders agreed to change their votes to vote in favor of the Plan, and the Plan Proponents modified the Plan to reflect the settlement and release of all claims held by the Junior Secured Noteholders, the Junior Secured Notes Indenture Trustee, and the Junior Secured Notes Collateral Agent.

F. Committee Meetings/ Communications

Kramer Levin Billing Code: 10

(Fees: \$290,311.50/ Hours Billed:435.80)

70. This matter relates to in-person and telephonic Committee meetings, as well as conference calls with individual Committee members and with the Committee's other legal and financial advisors. Kramer Levin, together with the Committee's other professionals, coordinated all of the Committee's activities, including attending to member issues and setting agendas for Committee meetings and conference calls. Given the extraordinary level of activity in these cases, during the Fifth Interim Period the Committee continued to hold a standing weekly Committee meeting or call and a weekly co-chair call to review the agenda and organize the upcoming Committee meeting or call.

71. Specifically, during the Fifth Interim Period, Kramer Levin, together with the Committee's professionals, held numerous conference calls and in-person meetings with the full Committee and its advisors, as well as multiple ad hoc calls with Committee members and its advisors to discuss developments related to the case. During Committee calls, Kramer Levin discussed key near-term and long-term issues with the full Committee and its advisors. Frequently, due to the number and complexity of items on the agenda for a given Committee meeting, the participation of multiple professionals was necessary to ensure that Kramer Levin

could be responsive to Committee members' questions as they arise. To the extent a professional was only addressing a discrete number of items on the agenda, such professional would only participate in the meeting or conference call for the period of time during which those items were discussed.

72. Prior to such Committee meetings, Kramer Levin reviewed each pending matter requiring the Committee's attention and underlying documentation in connection therewith and coordinated advice with the Committee's other professionals. In addition, Kramer Levin held weekly calls or in-person meetings with the Committee co-chairs to review items to be discussed at the upcoming Committee meeting and formulate an agenda for such Committee meetings. Kramer Levin then circulated an agenda to the Committee prior to each Committee meeting, along with written overviews, analyses, and presentations addressing many of the issues to be discussed at the meeting. Thereafter, Kramer Levin analyzed each of these matters with the Committee, as well as individual Committee members, and assisted the Committee in formulating a position with respect to each matter. Kramer Levin also maintained minutes of each Committee meeting.

73. In addition, Kramer Levin continued to provide Committee members with daily case update emails on the status of case issues and any new pleadings or issues that arose between Committee meetings or Committee calls. Kramer Levin also regularly communicated with individual Committee members via email and telephone regarding case inquiries.

G. Motions/Regulatory Issues

Kramer Levin Billing Codes: 11 and 24

(Matter 11 Fees: \$148,214.00/ Hours Billed:225.60)

(Matter 24 Fees: \$30,721.50 / Hours Billed: 40.70)

74. Throughout the Fifth Interim Period, Kramer Levin reviewed, analyzed, summarized, and provided recommendations to the Committee with respect to numerous legal,

financial, and business aspects of motions filed by the Debtors and other parties-in-interest in these Chapter 11 Cases. To adequately protect creditor rights and assert the Committee's positions, Kramer Levin, when directed to do so by the Committee, prepared formal and informal responses to motions and other requests for relief, as well as filing certain motions on behalf of the Committee. During the Fifth Interim Period, certain salient motions addressed by Kramer Levin and discussed in detail with the Committee included, among others:

75. Disputed Claims Reserve Motion. During the Fifth Interim Period, the Committee continued to work with the Debtors on the claims resolution process, including the establishment of reserves for disputed claims. On December 5, 2013, the Plan Proponents filed the *Motion for Order Establishing the Disputed Claims Reserve in Connection with the Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors* [Docket No. 6020]. Kramer Levin worked on behalf of the Committee to resolve the four objections received, as well as address an error in service by serving a supplemental notice to those parties who may not have received timely notice of the motion [Docket No. 6143-1]. No objections or other responsive pleadings were filed after service of the supplemental notice. On December 20, 2013, the Court entered the *Order Establishing the Disputed Claims Reserve* [Docket No. 6066].

76. CRO Success Fee. Since the appointment of Lewis Kruger as Chief Restructuring Officer, the Committee was involved in discussions with the Debtors and the ResCap Board concerning an appropriate success fee for Mr. Kruger. On September 27, 2013, the Debtors filed the *Motion Pursuant to Sections 105(a) and 363(b) of the Bankruptcy Code for an Order Approving Amendment to Engagement Letter with Debtors' Chief Restructuring Officer, Lewis Kruger* [Docket No. 5227], which sought approval to amend Mr. Kruger's

engagement letter to provide for a \$2 million success fee. After careful consideration of the proposed success fee, the Committee determined not to object to the success fee, and on October 8, 2013, the Committee filed the *Statement of the Official Committee of Unsecured Creditors Regarding Debtors' Motion Pursuant to Section 105(a) and 363(b) of the Bankruptcy Code for an Order Approving Amendment to Engagement Letter with Debtors' Chief Restructuring Officer, Lewis Kruger* [Docket No. 5305], in which the Committee recognized the important role Mr. Kruger played in guiding the Debtors through the mediation process and working with the Committee towards confirmation.

77. Examiner Professionals' Fee Applications. The Committee believed that the final fee applications of the Examiner's professionals should be heard at the same time as the final fee applications of all other estate professionals in accordance with the Plan. After the Committee's request by letter for an adjournment was denied by the Examiner's counsel, the Committee filed on December 10, 2013, an objection to the fee applications of the Examiner's professionals [Docket No. 6050], arguing that the Court should defer final approval of the Examiner's professionals' final fee applications until the hearing on the final fee applications of all other estate professionals. At the hearing on December 17, 2013, the Court granted the Committee's objection and adjourned the hearing on the Examiner's professionals final fee applications.

78. In addition, throughout the Fifth Interim Period, Kramer Levin, along with WilmerHale as special regulatory counsel to the Committee, continued to analyze regulatory issues, including the Debtors' and Ally's continuing obligations and potential exposure under the DOJ/AG Settlement.

H. Court Hearings

Kramer Levin Billing Code: 12

(Fees: \$410,559.00 / Hours Billed:541.80)

79. During the Fifth Interim Period, the court held approximately sixteen hearings and status conferences (both in-court and telephonic) regarding a wide variety of issues related to these Chapter 11 Cases, in addition to the Phase I trial and Phase II/Confirmation Hearing.³ Kramer Levin spent a significant amount of time preparing for and participating in hearings and status conferences, including the following:

- Hearings related to progress in the development of the Chapter 11 Plan, including hearing on the Plan discovery protocol and status conferences on confirmation and plan objections;
- The Phase I trial and Phase II trial/Confirmation Hearings, including pre-trial conferences and status conferences on discovery disputes and evidentiary issues;
- Hearings on claims objections and omnibus claims objections;
- Hearing on the CRO Success Fee;
- Hearing on interim fee applications;
- Hearings on borrower class action settlements; and
- Numerous hearings on motions to lift the automatic stay and borrower adversary proceedings.

80. Kramer Levin also spent a significant amount of time negotiating with the Debtors and various other parties in an attempt to resolve the Committee's concerns relating to the contested matters on a given agenda prior to each hearing, or to reduce or eliminate disputes such that the parties could obtain relief in a consensual and efficient manner, where applicable, thereby preserving estate and judicial resources. Due to the number and complexity of the items

³ In addition to the Phase I trial which occurred from October 15 through October 17 and October 21 through 23, 2013, and the Phase II/Confirmation Hearing which occurred from November 19 through 22 and November 25, 2013, hearings and/or status conferences were held on the following dates during the Fifth Interim Period: (i) September 3, 2013; (ii) September 11, 2013; (iii) September 16, 2013; (iv) September 24, 2013; (v) October 2, 2013; (vi) October 9, 2013; (vii) October 10, 2013; (viii) October 28, 2013; (ix) November 4, 2013; (x) November 6, 2013; (xi) November 14, 2013; (xii) November 15, 2013; (xiii) November 26, 2013; (xiv) December 3, 2013; (xv) December 11, 2013; and (xvi) December 17, 2013.

on an agenda for a given hearing, Kramer Levin frequently needed multiple professionals to attend court hearings and status conferences. In an effort to minimize the cost to the estate, however, those professionals would only attend the hearing until the matter requiring their expertise was heard.⁴ Each of the professionals attending a court hearing for a particular matter were necessary to ensure that Kramer Levin could appropriately and promptly respond to questions from the Court or issues raised by other parties-in-interest.

I. Employee Benefits / Executive Compensation

Kramer Levin Billing Code: 13

(Fees: \$29,271.00 / Hours Billed: 40.30)

81. During the Fifth Interim Period, Kramer Levin and the Committee continued to review issues relating to employee benefits and executive compensation. In the Fifth Interim Period, the Committee's Executive Compensation Subcommittee (the "**Subcommittee**") continued to review and address issues related to the compensation of the Debtors' management and the professionals working on these Chapter 11 Cases. Kramer Levin coordinated the activities of the Subcommittee, including Subcommittee conference calls, formulating recommendations for the Committee, and making presentations to the Committee.

82. Specifically, during the Fifth Interim Period, Kramer Levin addressed the Debtors' post-emergence employment issues and analyzed the proposed 2014 KERP program for the Company's employees. During the Fifth Interim Period, Kramer Levin in consultation with the Committee and Subcommittee, also continued to review the fee structure for the Debtors' professionals and worked with the Debtors on determining an appropriate success fee for the Debtors' CRO, Lewis Kruger.

⁴ In accordance with the Court's instruction at the April 11, 2013 hearing, no more than three professionals billed for attending a full omnibus hearing on multiple matters. The time records submitted herewith note whether a Committee professional attended for all or a portion of a hearing.

J. Tax Matters

Kramer Levin Billing Code: 14

(Fees: \$147,868.50 / Hours Billed: 188.60)

83. During the Fifth Interim Period, Kramer Levin devoted time and effort addressing tax matters, particularly with respect to the tax status of the Liquidating Trust contemplated by the Plan. Kramer Levin drafted and submitted to the Internal Revenue Service a request for a private letter ruling as to the tax treatment of the Liquidating Trust. Kramer Levin also devoted time to analyzing other tax issues related to the Plan, including the tax status of the RMBS Trusts. Kramer Levin also analyzed the tax consequences related to the abandonment of assets.

K. Claims Administration/Automatic Stay

Kramer Levin Billing Code: 16 and 20

(Matter 16 Fees: \$612,290.50/ Hours Billed: 857.30)

(Matter 20 Fees: \$53,318.00/ Hours Billed: 102.00)

84. During the Fifth Interim Period, Kramer Levin continued to spend a significant amount of time analyzing the claims of major creditor constituencies, and preparing internal memoranda regarding the treatment and classification of such claims. Kramer Levin also held numerous internal meetings and discussions with Committee professionals regarding the analysis of such claims and regularly updated the Committee on the status of the claims resolution process.

85. To date, over 7,300 claims filed have been filed against the estates. Kramer Levin continued to work with the Committee's professionals and the Debtors' professionals to review filed claims and analyze the claims asserted. Kramer Levin's claims analysis involved review of the filed proofs of claim, discussions with the Debtors regarding such claims, and the preparation of presentations for the Committee providing a broad overview of the billions of dollars in filed claims.

86. During the Fifth Interim Period, Kramer Levin also continued to work with the Debtors to formulate a strategy for addressing disputed claims, pursuing resolutions of borrower class action claims and resolving or formulating a litigation strategy with respect to disputed outstanding claims. Specifically, Kramer Levin directly led the negotiations that resulted in the resolutions of numerous claims, including (i) the resolution of the allowance, priority and allocation of the securities law claims of the NCUAB, the FHFA, and the West Virginia Investment Management Board, (ii) settlement of the monoline claims held by Ambac, Assured and Syncora, and (iii) the resolution of numerous borrower class action claims, including claims asserted by the Rothstein plaintiffs, the RESPA plaintiffs, and numerous other class actions. In addition, Kramer Levin and SilvermanAcampora also worked directly with the Debtors to analyze claims and prepare the approximately 25 omnibus claims objections filed during the Fifth Interim Period in accordance with the claims objection and settlement procedures approved by the Court on March 21, 2013 [Docket No. 3294].

87. Kramer Levin also worked with the Debtors to analyze claims and determine an appropriate reserve amount for disputed claims, leading to the Disputed Claims Reserve Motion being approved by the Court on December 20, 2013 [Docket No. 6066], thereby enabling an initial distribution to Unitholders by year end.

88. During the Fifth Interim Period, Kramer Levin also reviewed, analyzed, summarized and provided recommendations to the Committee with respect to the legal and financial aspects of motions and other documents filed by borrowers or other third parties to obtain relief from the automatic stay, or to obtain other or similar relief in adversary proceedings. Kramer Levin, in conjunction with the Debtors' professionals and SilvermanAcampora, analyzed, summarized, and responded as necessary to such motions and other filings on the

subject, many of which were resolved within this period. Additionally, Kramer Levin prepared for and participated in weekly conference calls with SilvermanAcampora and the Debtors' professionals to ascertain and understand the professionals' positions on such motions, as well as the status of communications and negotiations with the movants, and reviewed all related filings, including letter, objections, responses, stipulations and orders, and responded as appropriate to the same.

89. Following the entry of the Plan Support Agreement, Kramer Levin participated in the negotiations to resolve claims filed by over a dozen putative class action plaintiffs asserting claims (all but one of which were Borrower Claims) against the Debtors, and certain of which also named Ally or other non-Debtor affiliates as defendants. The Plan Proponents reached settlements with the named plaintiffs of these class action claims, with each of the settlements resulting in Allowed Borrower Class Action Claims transferred to the Borrower Claims Trust or direct cash payments.

L. Creditor Inquiries

Kramer Levin Billing Code: 17

(Fees: \$3,699.00 / Hours Billed:10.60)

90. During the Fifth Interim Period, Kramer Levin spent time discharging its duties under section 1102 of the Bankruptcy Code, maintaining call and e-mail logs of creditor inquiries, and providing general information to and answering specific questions, calls, e-mails and letters from general unsecured creditors on a variety of issues related to the Debtors' bankruptcy cases. Kramer Levin also coordinated with special counsel for borrower-related issues to handle and respond to borrower inquiries and concerns. During the Fifth Interim Period, Kramer Levin also spent time maintaining and updating the Committee's website.

91. In connection with the filing of the Disclosure Statement and Plan, Kramer Levin established a hotline for creditors, in addition to the dedicated hotline for borrowers

established by SilvermanAcampora. Kramer Levin communicated regularly with SilvermanAcampora about telephone calls, emails, and letters received from creditors, and appropriate responses.

M. Retention of Professionals

Kramer Levin Billing Code: 18

(Fees: \$58,652.00/Hours Billed: 93.50)

92. During the Fifth Interim Period, Kramer Levin reviewed and discussed with the Subcommittee and Committee issues related to an amendment of the Debtors' retention of Centerview Partners, as investment banker to the Debtors. After discussions with the Subcommittee, negotiations with the Debtors and Centerview, the Committee determined not to object to an amendment to Centerview's engagement letter in connection with Centerview's work on the Consolidated Adversary Proceedings with the Junior Secured Noteholders, which waived seven months of fee crediting (totaling \$1,050,000 for Centerview's incremental work on the Consolidated Adversary Proceedings). On October 30, 2013, the Court entered an order approving the amendment to Centerview's engagement letter [Docket No. 5550].

93. In contemplation of the wind-down of the Debtors' estates, the Committee determined to engage Quest Turnaround Advisors as liquidating consultant to the Committee. Kramer Levin spent time drafting and negotiating the engagement letter with Quest Turnaround Advisors. The Committee's engagement of Quest as liquidating consultant was approved by the Bankruptcy Court on October 22, 2013 [Docket No. 5426].

94. Kramer Levin also worked with other Committee professionals to prepare and file the Committee's application to retain Carter Ledyard & Milburn LLP as consultant to the Committee and James Gadsden as an expert witness in connection with the Consolidated Adversary Proceedings with the Junior Secured Noteholders [Docket No. 5339]. The Court entered an order approving the retention on October 29, 2013 [Docket No. 5538].

N. Fee Statements/ Applications

Kramer Levin Billing Code: 19

(Fees: \$75,369.50/ Hours Billed:164.10)

95. During the Fifth Interim Period, Kramer Levin devoted time to drafting and preparing the Fourth Interim Fee Application, including preparing and reviewing all accompanying exhibits and monthly fee statements in accordance with the Guidelines. In addition, Kramer Levin oversaw the preparation and filing of the fee applications of all other Committee professionals, reviewed the monthly statements and fee applications of other professionals involved in the Chapter 11 Cases, and prepared summary charts of each for the Committee. Compliance with this process in chapter 11 cases of this size and complexity is an important and time-consuming effort. The amount of fees billed to this category represents 1.2% of the total fees requested for the Fifth Interim Period. The total fees billed to this matter also reflects a voluntary reduction of approximately \$161,407.00 in fees primarily for time spent reviewing and revising monthly fee statements.

96. On December 9, 2013, the U.S. Trustee filed an omnibus objection to professionals' fee applications for the Fourth Interim Period. [Docket No. 6047]. Kramer Levin necessarily spent time reviewing the U.S. Trustee's objection, and Kramer Levin coordinated the Committee professionals' response to the U.S. Trustee and coordinated discussions among Kramer Levin, other Committee professionals and the U.S. Trustee. After conferring with the U.S. Trustee, Kramer Levin and the Committee professionals were able to successfully resolve the objections, and agreed to further reductions in fees and expenses, as set forth in the omnibus response of the Committee professionals [Docket No. 6115], which was drafted and filed on December 16, 2013 by Kramer Levin. The U.S. Trustee agreed that the response adequately addressed its objection, and the Court approved the fees and expenses of the Committee professionals, as revised per the agreement with the U.S. Trustee. Despite achieving a resolution

with the U.S. Trustee on its objection, Kramer Levin voluntary wrote-off fees in connection with the preparation of the response to the U.S. Trustee's objection to Kramer Levin's fee application as well as fees incurred working with the other Committee professionals in response to the U.S. Trustee's objections.

STATEMENT OF KRAMER LEVIN

97. The foregoing professional services performed by Kramer Levin were appropriate and necessary to the effective administration of these cases. They were in the best interests of creditors, the Debtors' estates and other parties-in-interest. Compensation for the foregoing services as requested is commensurate with the complexity, importance and nature of the problems, issues or tasks involved. The professional services were performed in an appropriately expeditious and efficient manner.

98. The majority of the services performed by partners and associates of Kramer Levin were rendered by Kramer Levin's Corporate Restructuring and Bankruptcy Group. Kramer Levin has a prominent practice in this area and enjoys a national reputation for its expertise in financial reorganizations and restructurings. The attorneys at Kramer Levin have represented creditor's committees and debtors in many chapter 11 cases. In addition, due to the facts and circumstances of the Debtors' Chapter 11 Cases, attorneys from Kramer Levin's corporate, litigation and tax practice groups, as well as attorneys in other specialized areas as necessary, were involved with Kramer Levin's representation of the Committee. Overall, Kramer Levin brings a particularly high level of skill and knowledge, which inured to the benefit of the Committee and assisted the Committee in carrying out its duties as a fiduciary for all unsecured creditors in these Chapter 11 Cases.

99. The professional services performed by Kramer Levin on behalf of the Committee during the Fifth Interim Period required an aggregate expenditure of 18,418.40

recorded hours by Kramer Levin's partners, counsel, associates and paraprofessionals. Of the aggregate time expended during the Fifth Interim Period, 6,602.50 recorded hours were expended by partners and counsel of Kramer Levin, 10,782.60 recorded hours were expended by associates, and 1,033.30 recorded hours were expended by paraprofessionals of Kramer Levin.

100. The professional services performed by Kramer Levin on behalf of the Committee during the Total Compensation Period required an aggregate expenditure of 97,599.90 recorded hours by Kramer Levin's partners, counsel, associates and paraprofessionals. Of the aggregate time expended during the Total Compensation Period, 28,330.40 recorded hours were expended by partners and counsel of Kramer Levin, 62,439.90 recorded hours were expended by associates, and 6,829.60 recorded hours were expended by paraprofessionals of Kramer Levin.

101. Kramer Levin's hourly billing rates for attorneys working on these Chapter 11 Cases ranged from \$425 to \$995. For the Fifth Interim Period, allowance of compensation in the amount requested will result in a blended hourly billing rate for attorneys of approximately \$725.61, and a total blended hourly billing rate (including paraprofessionals) of \$701.87. For the Total Compensation Period, allowance of compensation in the amount requested will result in a blended hourly billing rate for attorneys of approximately \$698.14 (pre-write-offs) and \$693.68 (post-write-offs), and a total blended hourly billing rate (including paraprofessionals) of \$693.68 (pre-write-offs) and \$670.13 (post-write-offs). Such fees are reasonable relative to the customary compensation received by Kramer Levin from non-

bankruptcy clients and by comparably skilled practitioners in comparable bankruptcy cases in a competitive national legal market.⁵

ACTUAL AND NECESSARY DISBURSEMENTS OF KRAMER LEVIN

102. As set forth in **Exhibit C** hereto, Kramer Levin has disbursed \$516,511.68 as expenses incurred in providing professional services during the Fifth Interim Period. Pursuant to Kramer Levin policy (which Kramer Levin submits is consistent with other New York City law firms), Kramer Levin pays certain expenses of professionals who work past 8:00 p.m. and on weekends and holidays in the service of its clients. These expenses include meal charges and car fares. While the UST Guidelines permit late-working professionals to use a car service, Kramer Levin has voluntarily limited its request for reimbursement to \$50 per trip to the extent that any such car fare exceeds this limit.⁶ Consistent with the UST Guidelines, Kramer Levin has also voluntarily reduced its request for reimbursement for late-working professionals' meal charges to \$20 per meal to the extent that such meal charges were in excess of this limit.⁷ This same \$20 per meal limitation was applied to all meal charges incurred in connection with meetings (both client and internal meetings).⁸ With respect to photocopying expenses, Kramer Levin voluntarily limited such charges to the lesser of \$0.10 per page or cost.⁹ Finally, with respect to hotel

⁵ As noted above, attached hereto as **Exhibits B-1 and B-2** are schedules listing the hourly rate and the aggregate hours charged by Kramer Levin professionals who performed services for the Committee during the Fifth Interim Period and Total Compensation Period.

⁶ In applying this policy, Kramer Levin did not request car fare expenses in the amount of \$36,115.85 incurred during the Fifth Interim Period.

⁷ In applying this policy, Kramer Levin did not request meal expenses in the amount of \$9,424.03 incurred during the Fifth Interim Period.

⁸ In applying this policy, Kramer Levin did not request meal expenses incurred in connection with meetings in the amount of \$8,505.39 incurred during the Fifth Interim Period. A detailed breakdown of the meeting charges per person is attached hereto as **Exhibit C-2**.

⁹ In applying this policy, Kramer Levin did not request photocopying charges in the amount of \$73,848.88 incurred during the Fifth Interim Period. A detailed breakdown of the photocopying charges including external vendor photocopying charges per page is attached hereto as **Exhibit C-3**.

charges, in accordance with the Court's statements at the April 11, 2013 hearing, hotel charges were only included when Kramer Levin professionals worked past 11:00 p.m., and the charged amounts were limited to the amount Kramer Levin would charge for a taxi or car fare home (i.e., a maximum of \$50.00). In addition, all airfare was billed at or below a coach rate, and certain out-of-town travel expenses (including hotels and airfare traveling from New York to Washington, D.C.) were voluntarily reduced to reflect comparable travel accommodations.

103. These charges are intended to cover Kramer Levin's direct operating costs, which costs are not incorporated into Kramer Levin's hourly billing rates. Only clients who actually use services of the types set forth in **Exhibit C** are separately charged for such services.

104. Kramer Levin has made every effort to minimize its disbursements in these cases. The actual expenses incurred in providing professional services were absolutely necessary, reasonable, and justified under the circumstances to serve the needs of the Committee.

THE REQUESTED COMPENSATION SHOULD BE ALLOWED

105. Section 331 of the Bankruptcy Code provides for compensation of professionals and incorporates the substantive standards of section 330 to govern the Court's award of such compensation. 11 U.S.C. § 331. Section 330 provides that a court may award a professional employed under section 1103 of the Bankruptcy Code "reasonable compensation for actual necessary services rendered . . . and reimbursement for actual, necessary expenses." 11 U.S.C. § 330(a)(1). Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded . . . the court should consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

(A) the time spent on such services;

- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- (F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

106. Kramer Levin respectfully submits that the amount of compensation requested during the Fifth Interim Period is reasonable considering the nature, extent and value of the professional services performed during the Chapter 11 Cases. The fees sought in this Application reflect an aggregate of 97,599.90 hours expended by Kramer Levin attorneys and paraprofessionals performing necessary services for the Total Compensation Period. Work was carefully assigned to appropriate attorneys or paraprofessionals according to the experience and level of expertise required for each particular task and without unnecessary duplication. As discussed above, the rates charged by Kramer Levin for these services are reasonable relative to rates charged by Kramer Levin to non-bankruptcy clients and other professionals of comparable skill and competence in New York City. Kramer Levin has undertaken to minimize costs to the Debtors' estates while ensuring that the Committee receives the highest quality representation.

107. The services for which Kramer Levin seeks compensation in this Application were beneficial to, and in the best interests of, the Committee and the Debtors' estates. Kramer Levin worked diligently to maximize the value of the Debtors' estates for the benefit of all unsecured creditors. The services rendered by Kramer Levin were consistently

performed in a timely manner commensurate with the complexity, importance, and nature of the issues involved.

108. Kramer Levin has a national reputation for its expertise and experience in financial and bankruptcy reorganizations and restructurings and as noted above, the compensation is reasonably based on customary compensation charged by other practitioners in non-bankruptcy cases. Based on an application of the above factors and its compliance with the Guidelines, Kramer Levin respectfully submits that approval of the compensation sought herein is warranted.

NOTICE

109. Pursuant to the Interim Compensation Order and the Confirmation Order, notice of this Application has been given to the Notice Parties, the Debtors and the Liquidating Trustee, and the Committee submits that no other or further notice need be provided.

NO PRIOR REQUEST

110. No prior request for the relief sought in this Application has been made to this or any other court.

WHEREFORE, Kramer Levin respectfully requests that the Court enter an order (i) awarding Kramer Levin the allowance of (a) fees for the Fifth Interim Period in the amount of \$12,927,413.00 and (b) reimbursement for actual and necessary expenses Kramer Levin incurred during the Fifth Interim Period in the amount of \$516,511.68; (ii) awarding Kramer Levin the final allowance of (a) Total Compensation Period Fees in the amount of \$65,000,300.55 and (b) Total Compensation Period Expenses in the amount of \$2,416,309.04; (iii) authorizing and directing the Debtors to pay Kramer Levin all unpaid fees and expenses for the Total Compensation Period; and (iv) granting such other relief as is just and proper.

Dated: New York, New York
March 3, 2014

KRAMER LEVIN NAFTALIS & FRANKEL LLP

By: /s/ Kenneth H. Eckstein
Kenneth H. Eckstein
Douglas H. Mannal
Stephen D. Zide
Rachael L. Ringer
1177 Avenue of the Americas
New York, New York 10036
Telephone: (212) 715-9100
Facsimile: (212) 715-8000

*Counsel for the Official Committee
of Unsecured Creditors*

EXHIBIT A

Certification of Kenneth H. Eckstein

KRAMER LEVIN NAFTALIS & FRANKEL LLP

Kenneth H. Eckstein

Douglas H. Mannal

Stephen D. Zide

1177 Avenue of the Americas

New York, New York 10036

Telephone: (212) 715-9100

Facsimile: (212) 715-8000

*Counsel for the Official Committee
of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re: : Chapter 11
:
Residential Capital, LLC, et al., : Case No. 12-12020 (MG)
:
Debtors. : Jointly Administered
-----X

**CERTIFICATION UNDER GUIDELINES FOR FEES AND DISBURSEMENTS
FOR PROFESSIONALS IN RESPECT OF FIFTH AND FINAL APPLICATION
OF KRAMER LEVIN NAFTALIS & FRANKEL LLP
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES**

I, Kenneth H. Eckstein, hereby certify that:

1. I am a member of Kramer Levin Naftalis & Frankel LLP (“**Kramer Levin**”), counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) of the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”) in the above-referenced chapter 11 cases (the “**Chapter 11 Cases**”). Kramer Levin submits this fifth and final application for final compensation in accordance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on January 23, 2013 (the “**Local Guidelines**”), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, adopted on January 30, 1996 (the “**UST Guidelines**”) and the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [Docket

No. 797] entered in these Chapter 11 Cases (the “**Interim Compensation Order**” and together with the Local Guidelines and UST Guidelines, the “**Guidelines**”).

2. This certification is made in respect of Kramer Levin’s application, dated March 3, 2014 (the “**Application**”), for (i) final allowance of compensation for professional services and reimbursement of expenses for the period commencing September 1, 2013 through and including December 17, 2013 (the “**Fifth Interim Period**”) and (ii) the final allowance of compensation for professional services and reimbursement of expenses for the period commencing May 16, 2012 through and including December 17, 2013 (the “**Total Compensation Period**”) in accordance with the Guidelines.

3. In respect of Section B.1 of the Local Guidelines, I certify that:

- a. I have read the Application;
- b. to the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Local Guidelines and the UST Guidelines;
- c. the fees and disbursements sought are billed at rates in accordance with the practices customarily employed by Kramer Levin and generally accepted by Kramer Levin’s clients; and
- d. in providing a reimbursable service, Kramer Levin does not make a profit on that service, whether the service is performed by Kramer Levin in-house or through a third party.

4. In respect of section B.2 of the Local Guidelines and as required by the Interim Compensation Order, I certify that Kramer Levin has provided the appropriate notice parties with a statement of Kramer Levin’s fees and disbursements accrued on a monthly basis, although, due to administrative limitations, such statements were not always provided within the timetables set forth in the Local Guidelines and the Interim Compensation Order.

5. In respect of Section B.3 of the Local Guidelines, I certify that counsel for the Debtors, the chairs of the Committee, and the United States Trustee for the Southern District of New York are each being provided with a copy of this Application.

Dated: New York, New York
March 3, 2014

/s/ Kenneth H. Eckstein
Kenneth H. Eckstein

EXHIBIT B -1

SUMMARY OF PROFESSIONALS FOR FIFTH INTERIM FEE PERIOD

**SUMMARY OF PROFESSIONAL SERVICES RENDERED BY KRAMER LEVIN
NAFTALIS & FRANKEL LLP FOR THE FIFTH INTERIM PERIOD OF
SEPTEMBER 1, 2013 THROUGH DECEMBER 17, 2013**

Name	Title	Dept	Year Admitted	Rate (\$)	Hours	Amount (\$)
Kenneth H. Eckstein	Partner	Bankruptcy	3/17/1980	990.00	695.60	688,644.00
Alan R. Friedman	Partner	Litigation	4/25/1977	975.00	13.30	12,967.50
Christine Lutgens	Partner	Employee Benefits	6/6/2000	975.00	2.50	2,437.50
Philip Kaufman	Partner	Litigation	3/14/1977	940.00	557.10	523,674.00
Jeffrey S. Trachtman	Partner	Litigation	4/10/1985	925.00	449.60	415,880.00
Philip Bentley	Partner	Bankruptcy	4/15/1985	895.00	382.60	342,427.00
Barry Herzog	Partner	Tax	5/4/1992	895.00	141.30	126,463.50
Gregory A. Horowitz	Partner	Litigation	8/12/1991	895.00	675.60	604,662.00
Abbe L. Dienstag	Partner	Corporate	5/2/1983	875.00	166.50	145,687.50
Shari K. Krouner	Partner	Corporate	3/22/1985	875.00	9.50	8,312.50
Kenneth Chin	Partner	Corporate	7/26/1988	875.00	14.20	12,425.00
Laurence Pettit	Partner	Corporate	6/18/1990	875.00	12.50	10,937.50
Norman Simon	Partner	Litigation	3/2/1998	825.00	315.00	259,875.00
P. Bradley O'Neill	Partner	Bankruptcy	11/25/1991	825.00	616.10	508,282.50
John Bessonette	Partner	Corporate	3/1/1999	825.00	325.90	268,867.50
Douglas Mannal	Partner	Bankruptcy	4/1/2001	825.00	777.70	641,602.50
Paul M. Ritter	Counsel	Employment Law	1/1/1981	850.00	22.70	19,295.00
Helayne O. Stoopack	Special Counsel	Tax	5/24/1982	805.00	40.50	32,602.50
Brendan M. Schulman	Special Counsel	Litigation	4/23/2001	785.00	4.20	3,297.00
Elise S. Frejka	Special Counsel	Bankruptcy	4/5/1991	785.00	527.00	413,695.00
Mark Chass	Associate	Bankruptcy	10/21/1991	775.00	218.90	169,647.50
Joel M. Taylor	Associate	Litigation	12/17/2001	775.00	48.00	37,200.00
Natan Hamerman	Associate	Litigation	8/8/2002	775.00	676.00	523,900.00

Name	Title	Dept	Year Admitted	Rate (\$)	Hours	Amount (\$)
Jeffrey Taylor	Associate	Corporate	12/12/2001	775.00	40.10	31,077.50
Craig L. Siegel	Associate	Litigation	11/1/1999	775.00	613.70	475,617.50
Daniel M. Eggermann	Associate	Bankruptcy	3/3/2003	775.00	475.50	368,512.50
Jodi Rosensaft	Associate	Corporate	6/28/2004	765.00	5.10	3,901.50
Peggy Farber	Associate	Litigation	8/10/2005	745.00	588.90	438,730.50
David E. Blabey	Associate	Bankruptcy	5/24/2005	745.00	718.80	535,506.00
Stephen Zide	Associate	Bankruptcy	7/27/2005	745.00	853.10	635,559.50
Arielle Warshall-Katz	Associate	Litigation	12/11/2006	725.00	5.20	3,770.00
Carol Archer	Associate	Corporate	4/24/2006	725.00	450.40	326,540.00
Jason S. Amster	Associate	Corporate	3/8/2006	725.00	12.30	8,917.50
Alissa R. Goodman	Associate	Litigation	3/21/2003	710.00	440.10	312,471.00
Yekaterina Chernyak	Associate	Bankruptcy	10/22/2007	710.00	466.30	331,073.00
Joseph A. Shifer	Associate	Bankruptcy	5/5/2010	695.00	750.50	521,597.50
Amanda Webber	Associate	Corporate	1/29/2008	695.00	13.60	9,452.00
Jennifer Sharret	Associate	Bankruptcy	6/16/2008	695.00	148.50	103,207.50
Kristen A. Coleman	Associate	Litigation	5/18/2009	655.00	6.40	4,192.00
Nicole Foley	Associate	Litigation	3/23/2009	655.00	427.20	279,816.00
Lucy R. Zhao	Associate	Corporate	3/20/2009	655.00	34.90	22,859.50
Andrew Dove	Associate	Bankruptcy	4/14/2010	655.00	667.30	437,081.50
Ashley S. Miller	Associate	Litigation	4/26/2010	610.00	248.60	151,646.00
Benjamin Wolf	Associate	Bankruptcy	1/26/2011	560.00	48.70	27,272.00
Matthew C. Ziegler	Associate	Bankruptcy	1/20/2011	560.00	177.30	99,288.00
Rachael L. Ringer	Associate	Bankruptcy	3/7/2011	560.00	767.90	430,024.00
Danielle Y. Brown	Associate	Corporate	1/31/2011	560.00	30.20	16,912.00
Jeffrey Dunlap	Associate	Litigation	2013	560.00	17.00	9,520.00
Mary K. Guccion	Associate	Bankruptcy	4/15/2009	560.00	112.40	62,944.00

Name	Title	Dept	Year Admitted	Rate (\$)	Hours	Amount (\$)
Shai Schmidt	Associate	Bankruptcy	1/11/2010	560.00	84.50	47,320.00
Avon Khowong	Associate	Corporate	11/22/2010	560.00	8.00	4,480.00
Edward M. Lintz	Associate	Litigation	4/4/2012	495.00	314.30	155,578.50
Anastasia N. Kaup	Associate	Bankruptcy	10/27/2011	495.00	543.10	268,834.50
Kurt M. Denk	Associate	Litigation	1/31/2011	495.00	408.60	202,257.00
Nathaniel Allard	Associate	Bankruptcy	2/25/2013	425.00	728.70	309,697.50
Sara B. Gribbon	Associate	Bankruptcy	N/A	425.00	142.10	60,392.50
Sally K. Saab	Associate	Tax	2/4/2013	425.00	32.90	13,982.50
Sam Koch	Associate	Litigation	7/16/2013	425.00	79.70	33,872.50
David Mayo	Associate	Bankruptcy	N/A	425.00	93.20	39,610.00
Tuvia Peretz	Associate	Bankruptcy	N/A	425.00	78.50	33,362.50
Alexander Traum	Associate	Corporate	N/A	425.00	59.20	25,160.00
Andrea Chouprouta	Paralegal	Bankruptcy	N/A	320.00	41.60	13,312.00
Santo A. Cipolla	Paralegal	Litigation	N/A	305.00	137.90	42,059.50
Anne Stackpoole	Paralegal	Litigation	N/A	305.00	6.30	1,921.50
Dawn Tatz	Paralegal	Litigation	N/A	305.00	6.00	1,830.00
Alison Sikes	Paralegal	Litigation	N/A	305.00	301.10	91,835.50
Renee Phillip	Paralegal	Litigation	N/A	305.00	221.80	67,649.00
Bryon Becker	Paralegal	Bankruptcy	N/A	295.00	36.40	10,738.00
Deborah Bessner	Paralegal	Bankruptcy	N/A	295.00	282.20	83,249.00
Total					18,418.40	12,927,413.00

EXHIBIT B -2

SUMMARY OF PROFESSIONALS FOR TOTAL COMPENSATION PERIOD

Name	Title	Dept	Year Admitted	Rate (\$)	Hours	Amount (\$)
ECKSTEIN, KENNETH H.	Partner	Bankruptcy	1980	990.00	3,220.00	3,187,800.00
BALLIETT, THOMAS D.	Partner	Corporate	1981	995.00	63.90	63,580.50
MAYER, THOMAS MOERS	Partner	Bankruptcy	1982	990.00	20.90	20,691.00
AUFSES III, ARTHUR H.	Partner	Litigation	1981	975.00	17.80	17,355.00
BERKE, BARRY H.	Partner	Litigation	1990	975.00	17.70	17,257.50
				940.00	78.80	74,072.00
FRIEDMAN, ALAN R.	Partner	Litigation	1977	975.00	61.30	59,767.50
LUTGENS, CHRISTINE	Partner	Employee Benefits	2000	975.00	4.70	4,582.50
				940.00	2.30	2,162.00
NOVOGROD, JOHN C.	Partner	Trusts & Estates	1968	950.00	2.20	2,090.00
KAUFMAN, PHIL	Partner	Litigation	1977	940.00	3,098.00	2,912,120.00
TRACHTMAN, JEFFREY S.	Partner	Litigation	1985	925.00	1,113.20	1,029,710.00
				890.00	653.80	581,882.00
FISHER, DAVID J	Partner	Corporate	1985	915.00	11.20	10,248.00
BENTLEY, PHIL	Partner	Bankruptcy	1985	895.00	1,055.60	944,762.00
				865.00	1,418.20	1,226,743.00
HERZOG, BARRY	Partner	Tax	1992	895.00	310.90	278,255.50
				865.00	24.80	21,452.00
HOROWITZ, GREGORY A.	Partner	Litigation	1991	895.00	1,477.20	1,322,094.00
				865.00	178.00	153,970.00
CHIN, KENNETH	Partner	Corporate	1988	875.00	14.20	12,425.00
				840.00	439.00	368,760.00
DIENSTAG, ABBE L.	Partner	Corporate	1983	875.00	438.00	383,250.00
				840.00	1.90	1,596.00
KROUNER, SHARI K.	Partner	Corporate	1985	875.00	436.30	381,762.50
				840.00	299.80	251,832.00
PETTIT, LAURENCE	Partner	Corporate	1990	875.00	68.00	59,500.00
				840.00	442.50	371,700.00
LIU, GILBERT	Partner	Corporate	1996	850.00	89.00	75,650.00
				815.00	317.60	258,844.00
BESSONETTE, JOHN	Partner	Corporate	1999	825.00	524.60	432,795.00
				790.00	382.20	301,938.00
MANNAL, DOUGLAS	Partner	Bankruptcy	2001	825.00	2,401.20	1,980,990.00
				790.00	1,746.90	1,380,051.00
O'NEILL, P. BRADLEY	Partner	Bankruptcy	1991	825.00	767.20	632,940.00
				790.00	575.30	454,487.00
ROCHON, JENNIFER	Partner	Litigation	1998	825.00	441.90	364,567.50
				790.00	660.00	521,400.00
SIMON, NORMAN	Partner	Litigation	1998	825.00	1,041.10	858,907.50
				790.00	894.30	706,497.00
SCHOEMAN, PAUL H	Partner	Litigation	1996	815.00	30.70	25,020.50
LAW, KERRI ANN	Partner	Litigation	1996	790.00	152.30	120,317.00
SPARLING, STEVEN	Partner	Litigation	1999	790.00	596.50	471,235.00
BRODY, JOSHUA	Partner	Bankruptcy	2003	770.00	181.10	139,447.00
FREJKA, ELISE S	Special Counsel	Bankruptcy	1991	785.00	1,518.70	1,192,179.50
				755.00	354.00	267,270.00
SCHULMAN, BRENDAN	Special	Litigation	2001	785.00	113.70	89,254.50

Name	Title	Dept	Year Admitted	Rate (\$)	Hours	Amount (\$)
M.	Counsel			750.00	165.80	124,350.00
STOOPACK, HELAYNE O.	Special Counsel	Tax	1982	805.00	85.00	68,425.00
RAVAGO, RUBEN	Special Counsel	Real Estate	2006	750.00	7.80	5,850.00
RIGEL, BLAKE	Special Counsel	Tax		790.00	3.90	3,081.00
HELWICK, TIMOTHY	Special Counsel	Litigation	1991	755.00	2.70	2,038.50
RITTER, PAUL M	Counsel	Employment Law	1981	850.00	53.10	45,135.00
				815.00	96.50	78,647.50
RUDDER, RICHARD	Counsel	Corporate	1967	990.00	29.80	29,502.00
				965.00	127.30	122,844.50
RINGER, RACHAEL L	Associate	Bankruptcy	2011	560.00	2,456.30	1,375,528.00
				545.00	876.70	477,801.50
				485.00	933.20	452,602.00
SHIFER, JOSEPH A	Associate	Bankruptcy	2010	695.00	2,386.30	1,658,478.50
				670.00	569.00	381,230.00
				635.00	536.90	340,931.50
ALLARD, NATHANIEL	Associate	Bankruptcy	2013	425.00	2,032.00	863,600.00
				415.00	535.50	222,232.50
DOVE, ANDREW	Associate	Bankruptcy	2010	655.00	1,867.70	1,223,343.50
BLABEY, DAVID E	Associate	Bankruptcy	2005	745.00	1,630.60	1,214,797.00
				720.00	358.00	257,760.00
SIEGEL, CRAIG L	Associate	Litigation	1999	775.00	1,600.30	1,240,232.50
				745.00	806.80	601,066.00
HAMERMAN, NATAN	Associate	Litigation	2002	775.00	1,519.90	1,177,922.50
				745.00	542.20	403,939.00
ABBOTT, MATTHEW F	Associate	Intellectual Property	2006	700.00	67.50	47,250.00
ALLEN, DAVID R	Associate	Bankruptcy	4/9/2012	415.00	178.70	74,160.50
AMSTER, JASON S	Associate	Corporate	2006	725.00	12.30	8,917.50
				700.00	180.60	126,420.00
				685.00	514.50	352,432.50
ARCHER, CAROL	Associate	Corporate	2006	725.00	450.40	326,540.00
				700.00	42.60	29,820.00
				685.00	56.50	38,702.50
BATTERTON, JENNIFER E	Associate	Litigation	2012	495.00	65.60	32,472.00
BRODY, DANIEL J	Associate	Corporate	2011	560.00	198.60	111,216.00
				545.00	238.20	129,819.00
				485.00	58.10	28,178.50
BRONSTHER, JACOB I	Associate	Litigation	10/24/2012	415.00	33.20	13,778.00
BROOKS, MICHAEL	Associate	Corporate	2006	700.00	39.60	27,720.00
				685.00	119.40	81,789.00
BROWN, DANIELLE Y	Associate	Corporate	2011	560.00	30.20	16,912.00
				485.00	39.40	19,109.00
BUTNICK, FRANCESCA C	Associate	Intellectual Property	2012	480.00	61.20	29,376.00
BYOWITZ, ALICE J	Associate	Bankruptcy	2013	425.00	132.60	56,355.00
				415.00	55.70	23,115.50

Name	Title	Dept	Year Admitted	Rate (\$)	Hours	Amount (\$)
CAHN, JOSHUA B	Associate	Bankruptcy	2009	460.00	55.40	25,484.00
				440.00	144.10	63,404.00
				430.00	105.10	45,193.00
CHASS, MARK	Associate	Bankruptcy	1991	775.00	535.10	414,702.50
				745.00	596.90	444,690.50
CARRUZZO, FABIEN	Associate	Corporate	2005	745.00	6.20	4,619.00
				720.00	7.60	5,472.00
				700.00	46.10	32,270.00
ZIDE, STEPHEN	Associate	Bankruptcy	2005	745.00	2,788.80	2,077,656.00
				720.00	827.30	595,656.00
				700.00	754.10	527,870.00
CHERNYAK, YEKATERINA	Associate	Bankruptcy	2007	710.00	510.00	362,100.00
CHO, DANNIE	Associate	Litigation	2009	655.00	247.80	162,309.00
				635.00	711.00	451,485.00
CODY, BRANDON J T	Associate	Corporate	2011	545.00	28.40	15,478.00
				485.00	83.10	40,303.50
COLEMAN, KRISTEN A	Associate	Litigation	2009	655.00	795.10	520,790.50
				635.00	492.00	312,420.00
DANESHRAD, MEGAN H	Associate	Litigation	2010	610.00	151.90	92,659.00
				595.00	21.00	12,495.00
DANIELS, ELAN	Associate	Bankruptcy	2009	725.00	214.70	155,657.50
				700.00	302.40	211,680.00
				685.00	469.70	321,744.50
DE CHACON, RACHAEL N	Associate	Corporate	2013	415.00	34.00	14,110.00
DENK, KURT M	Associate	Litigation	2011	495.00	1,248.00	617,760.00
				485.00	673.60	326,696.00
				415.00	246.60	102,339.00
DIFRANCESCO, KRISTIN	Associate	Litigation	2011	560.00	698.90	391,384.00
				545.00	571.10	311,249.50
				485.00	229.80	111,453.00
DUFFIELD, CARL D	Associate	Litigation	2009	655.00	470.40	308,112.00
				635.00	651.20	413,512.00
				595.00	182.50	108,587.50
DUNLAP, JEFFREY	Law Clerk	Litigation	2013	560.00	592.00	331,520.00
				545.00	548.10	298,714.50
				485.00	53.50	25,947.50
EGGERMANN, DANIEL M	Associate	Bankruptcy	2003	775.00	684.00	530,100.00
ELLIS, SELINA M	Associate	Litigation	2009	655.00	28.40	18,602.00
ESTES, ANDREW J	Associate	Litigation	2010	595.00	52.50	31,237.50
				545.00	191.40	104,313.00
ETTARI, SAMANTHA	Associate	Litigation	2006	725.00	789.30	572,242.50
				700.00	421.00	294,700.00
				685.00	93.10	63,773.50
FARBER, PEGGY	Associate	Litigation	2005	745.00	1,036.70	772,341.50
FEINBERG, RACHEL	Associate	Litigation	2010	545.00	115.10	62,729.50
FOLEY, NICOLE	Associate	Litigation	2009	655.00	570.90	373,939.50
				635.00	36.00	22,860.00
				595.00	14.00	8,330.00
FORD, SAMANTHA	Associate	Litigation	2009	655.00	792.80	519,284.00

Name	Title	Dept	Year Admitted	Rate (\$)	Hours	Amount (\$)
				635.00	698.80	443,738.00
				595.00	502.80	299,166.00
FRIEDMAN, KIMBERLY E	Associate	Bankruptcy	2010	465.00	143.60	66,774.00
GIL, ALEXANDRA	Associate	Intellectual Property	2009	655.00	7.40	4,847.00
				630.00	21.60	13,608.00
GONT, IIONA	Associate	Intellectual Property	2012	480.00	27.20	13,056.00
GOODMAN, ALISSA R.	Associate	Litigation	2003	710.00	758.50	538,535.00
GRIBBON, SARA B	Law Clerk	Bankruptcy	Admission Pending	425.00	1,103.80	469,115.00
				415.00	265.00	109,975.00
GUCCION, MARY K	Associate	Bankruptcy	2009	560.00	127.10	71,176.00
				545.00	17.90	9,755.50
HILL, MICHAEL C	Associate	Corporate	2012	485.00	84.10	40,788.50
				415.00	86.80	36,022.00
JARIWALA, AAKASH	Associate	Intellectual Property	2011	555.00	216.70	120,268.50
				540.00	379.20	204,768.00
				480.00	72.50	34,800.00
KAehler, SARAH E	Associate	Corporate	2011	545.00	6.10	3,324.50
KAGAN, SAMANTHA M	Associate	Employment Law	2013	425.00	94.60	40,205.00
				415.00	274.70	114,000.50
KAUP, ANASTASIA N	Associate	Bankruptcy	2011	495.00	1,096.50	542,767.50
				485.00	63.90	30,991.50
				415.00	105.50	43,782.50
KAYE, JORDAN D	Associate	Bankruptcy	2004	720.00	41.50	29,880.00
KHOWONG, AVON	Associate	Corporate	2010	560.00	8.00	4,480.00
KOCH, SAM	Associate	Litigation	2013	425.00	79.70	33,872.50
KREINER, MICHAEL L	Associate	Corporate	2009	595.00	66.00	39,270.00
LEUNG, MARISSA	Associate	Corporate	2006	700.00	15.30	10,710.00
				685.00	140.40	96,174.00
LEVINE, ADINA C	Associate	Litigation	2007	710.00	513.60	364,656.00
				685.00	506.00	346,610.00
				670.00	220.00	147,400.00
LI, JENNIFER W	Associate	Corporate	2013	425.00	70.60	30,005.00
				415.00	53.30	22,119.50
LINTZ, EDWARD M	Associate	Litigation	2012	495.00	1,177.30	582,763.50
LITTLE, JOSHUA R	Associate	Corporate	2008	635.00	68.00	43,180.00
MAYO, DAVID	Law Clerk	Bankruptcy	Admission Pending	425.00	93.20	39,610.00
MELLIN, MICHAEL	Associate	Litigation	2010	655.00	514.00	336,670.00
				635.00	512.00	325,120.00
				595.00	78.30	46,588.50
MERL, SETH R	Associate	Corporate	2003	775.00	22.00	17,050.00
MICHAELSON, DANIEL H	Associate	Corporate	2012	495.00	12.10	5,989.50

Name	Title	Dept	Year Admitted	Rate (\$)	Hours	Amount (\$)
				415.00	4.40	1,826.00
MILANO, LAURA S	Associate	Litigation	2010	545.00	127.80	69,651.00
MILLER, ASHLEY S	Associate	Litigation	2010	610.00	970.20	591,822.00
				595.00	427.30	254,243.50
				545.00	20.90	11,390.50
MIRVIS, DORI Y	Associate	Corporate	2012	485.00	59.80	29,003.00
				415.00	21.40	8,881.00
MOSES, MATTHEW B	Associate	Litigation	2007	710.00	270.40	191,984.00
				685.00	232.10	158,988.50
NEUNDER, LISA	Associate	Employment Law	2006	350.00	96.20	33,670.00
				330.00	326.20	107,646.00
OLINZOCK, MATTHEW W	Associate	Intellectual Property	2011	555.00	94.70	52,558.50
				540.00	190.10	102,654.00
				480.00	29.10	13,968.00
PERETZ, TUVIA	Law Clerk	Bankruptcy	Admission Pending	425.00	78.50	33,362.50
RAPPAPORT, JASON	Associate	Bankruptcy	2009	635.00	10.20	6,477.00
				595.00	87.90	52,300.50
RAU, KELLY	Associate	Corporate	2010	545.00	14.80	8,066.00
ROSEN, SARAH N	Associate	Litigation	2011	560.00	276.20	154,672.00
				545.00	282.30	153,853.50
				485.00	159.80	77,503.00
ROSENSAFT, JODI	Associate	Corporate	2004	765.00	5.10	3,901.50
SAAB, SALLY K	Associate	Tax	2013	425.00	259.70	110,372.50
SCHINFELD, SETH F	Associate	Litigation	2007	710.00	191.40	135,894.00
SCHMIDT, SHAI	Associate	Bankruptcy	2010	560.00	631.10	353,416.00
				545.00	187.80	102,351.00
SEGAL, STEVEN	Associate	Corporate	2010	610.00	59.00	35,990.00
				545.00	19.80	10,791.00
SHARRET, JENNIFER	Associate	Bankruptcy	2008	695.00	276.30	192,028.50
				670.00	26.90	18,023.00
				635.00	497.40	315,849.00
SHWEDER, JEREMY W	Associate	Litigation	2009	595.00	15.70	9,341.50
STEINER, Yael M	Associate	Corporate	2013	425.00	11.90	5,057.50
				415.00	24.30	10,084.50
TABAK, EMILY S	Associate	Litigation	2012	495.00	594.30	294,178.50
				485.00	203.70	98,794.50
TAYLOR, JEFFREY	Associate	Corporate	2001	775.00	180.70	140,042.50
				745.00	413.50	308,057.50
TAYLOR, JOEL M.	Associate	Litigation	2001	775.00	270.30	209,482.50
				745.00	8.00	5,960.00
TOMITZ, JASON R	Associate	Tax	2012	415.00	1.40	581.00

Name	Title	Dept	Year Admitted	Rate (\$)	Hours	Amount (\$)
TRAUM, ALEXANDER	Law Clerk	Corporate	Admission Pending	425.00	59.20	25,160.00
TRICARICO, LYNDIA M	Associate	Litigation	2011	560.00	80.50	45,080.00
				545.00	14.20	7,739.00
VELLUT, LAETITIA	Associate	Corporate	2005	700.00	6.80	4,760.00
WARSHALL-KATZ, ARIELLE	Associate	Litigation	2006	725.00	668.50	484,662.50
				700.00	645.20	451,640.00
				685.00	61.40	42,059.00
WEBBER, AMANDA	Associate	Corporate	2008	695.00	126.60	87,987.00
				635.00	24.50	15,557.50
WEISS, MATTHEW	Associate	Corporate	2011	545.00	29.10	15,859.50
				485.00	7.50	3,637.50
WIECKOWSKI, ELIZABETH M	Associate	Intellectual Property	1996	420.00	37.80	15,876.00
WOLF, BENJAMIN	Associate	Bankruptcy	2011	560.00	69.40	38,864.00
WONG, ANITA	Associate	Bankruptcy	2011	485.00	5.50	2,667.50
YERRAMALLI, ANUPAMA	Associate	Bankruptcy	2008	695.00	20.10	13,969.50
ZHAO, LUCY R	Associate	Corporate	2009	655.00	135.80	88,949.00
ZIEGLER, MATTHEW C	Associate	Bankruptcy	2011	560.00	247.90	138,824.00
				545.00	22.10	12,044.50
				485.00	28.60	13,871.00
SHAIN, ALIYA	Paralegal	Bankruptcy	N/A	285.00	690.30	196,735.50
				295.00	359.60	106,082.00
TATZ, DAWN	Paralegal	Litigation	N/A	305.00	577.40	176,107.00
				295.00	533.10	157,264.50
BESSNER, DEBORAH	Paralegal	Bankruptcy	N/A	295.00	531.40	156,763.00
STACKPOOLE, ANNE	Paralegal	Litigation	N/A	305.00	430.00	131,150.00
				295.00	449.70	132,661.50
SIKES, ALISON	Paralegal	Litigation	N/A	305.00	449.10	136,975.50
GOOT, RACHEL L	Paralegal	Litigation	N/A	305.00	27.20	8,296.00
				295.00	337.90	99,680.50
				305.00	246.10	75,060.50
REID, DENISE L	Paralegal	Litigation	N/A	295.00	247.70	73,071.50
ALMEDA, DOMINADOR E	Paralegal	Corporate	N/A	295.00	225.80	66,611.00
PHILLIP, RENEE	Paralegal	Litigation	N/A	305.00	221.80	67,649.00
				295.00	72.60	21,417.00
SCARBROUGH, KIMESHA	Paralegal	Litigation	N/A	305.00	152.60	46,543.00
				295.00	318.10	93,839.50
CIPOLLA, SANTO A.	Paralegal	Litigation	N/A	305.00	137.90	42,059.50
				295.00	3.80	1,121.00
VANARIA, HUNTER	Paralegal	Bankruptcy	N/A	320.00	27.40	8,768.00

Name	Title	Dept	Year Admitted	Rate (\$)	Hours	Amount (\$)
				310.00	131.00	40,610.00
WANG, SHULI	Paralegal	Corporate	N/A	295.00	114.10	33,659.50
OPPO, ANDREW J	Paralegal	Litigation	N/A	295.00	113.50	33,482.50
YAN, HENRY X	Paralegal	Intellectual Property	N/A	295.00	86.70	25,576.50
				285.00	57.50	16,387.50
				320.00	74.20	23,744.00
CHOUPROUTA, ANDREA	Paralegal	Bankruptcy	N/A	310.00	13.20	4,092.00
BECKER, BRYON	Paralegal	Bankruptcy	N/A	295.00	56.60	16,697.00
HOLTON, DANA N	Paralegal	Litigation	N/A	305.00	40.50	12,352.50
MUNGER, WILLIAM B	Paralegal	Litigation	N/A	295.00	26.30	7,758.50
BAIN, ROLAND	Paralegal	Litigation	N/A	295.00	17.50	5,162.50
CWIECEK, ANYA W	Paralegal	Intellectual Property	N/A	290.00	9.50	2,755.00
BAIN, ROLAND	Paralegal	Litigation	N/A	305.00	6.60	2,013.00
BADOLATO, PAMELA	Paralegal	Litigation	N/A	295.00	6.50	1,917.50
PAREDEZ, ROBERT	Paralegal	Litigation	N/A	305.00	5.70	1,738.50
CHECO, MIGUEL	Other Tkpr	Litigation Support	N/A	280.00	10.2	2,856.00
KRABILL, DEREK A	Other Tkpr	Litigation Support	N/A	280.00	17.0	4,760.00
NG, MICHAEL K	Other Tkpr	Litigation Support	N/A	280.00	2.1	588.00
BALDEON, ELLIOT A	Other Tkpr	Litigation Support	N/A	260.00	1.4	364.00
TOTAL					97,599.9	65,404,515.5
Less Voluntary Reductions to Resolve UST Objection to First Fee App						(163,825.25)
Less Voluntary Reductions to Resolve UST Objection to Second Fee App						(124,725.70)
Less Voluntary Reductions to Resolve UST Objection to Third Fee App						(42,980.50)
Less Voluntary Reductions to Resolve UST Objection to First Fee App						(72,683.10)
TOTAL						65,000,300.55

EXHIBIT C

SUMMARY OF EXPENSES

<u>Description</u>	<u>Fifth Interim Period Amounts (\$)</u>	<u>Total Compensation Period Amounts (\$)</u>
PHOTOCOPYING	38,745.00	158,626.67
PRINTING & BINDING	0.00	13,981.04
PHOTOCOPYING / EXTERNAL VENDOR	35,538.84	53,079.06
MESSENGER/COURIER	822.17	2,567.30
WESTLAW ON-LINE RESEARCH	79,903.21	419,807.90
LEXIS/NEXIS ON-LINE RESEARCH	58,404.26	319,650.20
OTHER RESEARCH SERVICES	0.00	5,397.00
COURTLINK SEARCHES	0.00	1,458.25
DIGITAL CONVERSION	0.00	2,142.08
CONFERENCE CALLS	90,035.66	444,473.54
LONG-DISTANCE TELEPHONE CALLS	0.00	58,185.58
CAR SERVICE/CAB FARES	24,424.96	91,409.13
OVERTIME MEALS/IN-HOUSE	11,630.49	52,289.71
MEALS/T & E	0.00	562.22
OUT-OF-TOWN TRAVEL	3,836.27	3,836.27
OVERTIME HOTEL	300.00	400.00
DOCUMENT RETRIEVAL FEES	6,228.12	25,827.33
CORP. SVC. FILING FEES	0.00	30,614.84
TRANSCRIPT FEES	99,819.37	179,790.53
DEPOSITION VIDEO AND TRANSCRIPT FEES	0.00	19,532.40
MEETINGS	35,842.21	162,839.80

<u>Description</u>	<u>Fifth Interim Period Amounts (\$)</u>	<u>Total Compensation Period Amounts (\$)</u>
DATA HOSTING CHARGERS	2,453.65	4,149.43
BLOOMBERG	278.87	549.86
PROFESSIONAL & CONSULTING FEES	28,248.60	28,248.60
TRIAL CONSULTING SERVICES	0.00	346,712.50
OTHER FEES	0.00	322.02
<i>SUBTOTAL</i>		\$2,426,453.26
<i>Less Reductions Specified in Fee Application Orders</i>		(10,144.22)
TOTAL:	\$516,511.68	\$2,416,309.04

EXHIBIT C-1

EXPENSES DETAIL

September 2013 Disbursement Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP

1177 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
PHONE 212.715.9100
FAX 212.715.8000

December 3, 2013

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF
UNSECURED
CREDITORS
NEW YORK, NY 10036

When remitting,
please reference:

Invoice Number: 636290
066069

FOR PROFESSIONAL SERVICES rendered through September 30, 2013,
as per the attached detail.

DISBURSEMENTS AND OTHER CHARGES 113,654.56

Amounts due may be remitted by wire transfer.

Bank: Citibank, N.A.
153 East 53rd Street, 23rd Floor New York, N.Y. 10022
ABA No: 021000089
Account Name: Kramer Levin Naftalis & Frankel LLP Account AR
Account No.: 4979206709
Reference: Invoice No. 636290
Attention: Joseph Scotto (212) 559-6338

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID# 13-1944339

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONDecember 3, 2013
Invoice No. 636290

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PHOTOCOPYING	15,215.80
CONFERENCE CALLS	21,780.77
WESTLAW ON-LINE RESEARCH	22,893.79
LEXIS/NEXIS ON-LINE RESEARCH	18,353.34
MESSENGER/COURIER – FEDEX	162.89
CAR SERVICE/CAB FARES	4,536.71
OVERTIME MEALS/IN-HOUSE	2,662.64
OUT-OF-TOWN TRAVEL	743.25
DOCUMENT RETRIEVAL FEES	5,200.57
BLOOMBERG LAW RETRIEVAL FEES	47.09
TRANSCRIPT FEES	14,475.43
MEETINGS	6,777.08
DATA HOSTING CHARGES	805.20
 TOTAL DISBURSEMENTS AND OTHER CHARGES	 <u>\$113,654.56</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

December 3, 2013
Invoice No. 636290

DETAIL OF DISBURSEMENTS AND OTHER CHARGES

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/01/13	PHOTOCOPYING	461.40
09/01/13	PHOTOCOPYING	206.00
09/02/13	PHOTOCOPYING	18.00
09/02/13	PHOTOCOPYING	1.80
09/02/13	PHOTOCOPYING	0.30
09/03/13	PHOTOCOPYING	30.00
09/03/13	PHOTOCOPYING	6.80
09/03/13	PHOTOCOPYING	1.40
09/03/13	PHOTOCOPYING	15.00
09/03/13	PHOTOCOPYING	6.00
09/03/13	PHOTOCOPYING	3.60
09/04/13	PHOTOCOPYING	342.50
09/04/13	PHOTOCOPYING	281.50
09/04/13	PHOTOCOPYING	4.80
09/04/13	PHOTOCOPYING	35.20
09/04/13	PHOTOCOPYING	33.10
09/04/13	PHOTOCOPYING	10.80
09/04/13	PHOTOCOPYING	106.40
09/04/13	PHOTOCOPYING	163.20
09/04/13	PHOTOCOPYING	0.60
09/04/13	PHOTOCOPYING	53.20
09/04/13	PHOTOCOPYING	34.70
09/04/13	PHOTOCOPYING	305.10
09/04/13	PHOTOCOPYING	56.00
09/04/13	PHOTOCOPYING	0.40
09/04/13	PHOTOCOPYING	40.80
09/04/13	PHOTOCOPYING	481.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

December 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/06/13	PHOTOCOPYING	87.80
09/06/13	PHOTOCOPYING	12.00
09/06/13	PHOTOCOPYING	143.00
09/06/13	PHOTOCOPYING	44.90
09/09/13	PHOTOCOPYING	38.90
09/09/13	PHOTOCOPYING	35.40
09/09/13	PHOTOCOPYING	419.90
09/09/13	PHOTOCOPYING	0.20
09/09/13	PHOTOCOPYING	180.00
09/09/13	PHOTOCOPYING	139.70
09/10/13	PHOTOCOPYING	27.40
09/10/13	PHOTOCOPYING	53.00
09/10/13	PHOTOCOPYING	41.70
09/10/13	PHOTOCOPYING	20.60
09/10/13	PHOTOCOPYING	33.60
09/10/13	PHOTOCOPYING	11.40
09/10/13	PHOTOCOPYING	102.40
09/10/13	PHOTOCOPYING	15.00
09/10/13	PHOTOCOPYING	0.20
09/10/13	PHOTOCOPYING	4.80
09/10/13	PHOTOCOPYING	49.00
09/10/13	PHOTOCOPYING	138.40
09/10/13	PHOTOCOPYING	87.20
09/10/13	PHOTOCOPYING	24.80
09/11/13	PHOTOCOPYING	11.20
09/11/13	PHOTOCOPYING	290.20
09/11/13	PHOTOCOPYING	51.60
09/11/13	PHOTOCOPYING	1.40
09/11/13	PHOTOCOPYING	0.60

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONDecember 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/11/13	PHOTOCOPYING	0.20
09/11/13	PHOTOCOPYING	3.00
09/11/13	PHOTOCOPYING	61.70
09/11/13	PHOTOCOPYING	2.90
09/11/13	PHOTOCOPYING	36.00
09/11/13	PHOTOCOPYING	9.80
09/11/13	PHOTOCOPYING	36.20
09/11/13	PHOTOCOPYING	79.90
09/11/13	PHOTOCOPYING	6.80
09/11/13	PHOTOCOPYING	64.80
09/11/13	PHOTOCOPYING	1.40
09/11/13	PHOTOCOPYING	165.50
09/11/13	PHOTOCOPYING	98.40
09/11/13	PHOTOCOPYING	115.00
09/11/13	PHOTOCOPYING	34.60
09/11/13	PHOTOCOPYING	155.30
09/11/13	PHOTOCOPYING	12.40
09/11/13	PHOTOCOPYING	160.20
09/11/13	PHOTOCOPYING	70.90
09/12/13	PHOTOCOPYING	193.70
09/12/13	PHOTOCOPYING	105.30
09/12/13	PHOTOCOPYING	17.60
09/12/13	PHOTOCOPYING	118.90
09/12/13	PHOTOCOPYING	0.10
09/12/13	PHOTOCOPYING	0.30
09/12/13	PHOTOCOPYING	54.10
09/12/13	PHOTOCOPYING	28.00
09/12/13	PHOTOCOPYING	2.40
09/12/13	PHOTOCOPYING	56.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONDecember 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/12/13	PHOTOCOPYING	53.40
09/12/13	PHOTOCOPYING	160.20
09/12/13	PHOTOCOPYING	32.80
09/13/13	PHOTOCOPYING	67.40
09/13/13	PHOTOCOPYING	49.60
09/13/13	PHOTOCOPYING	23.40
09/13/13	PHOTOCOPYING	6.20
09/13/13	PHOTOCOPYING	103.00
09/13/13	PHOTOCOPYING	20.80
09/13/13	PHOTOCOPYING	59.80
09/13/13	PHOTOCOPYING	19.70
09/13/13	PHOTOCOPYING	144.40
09/13/13	PHOTOCOPYING	65.40
09/16/13	PHOTOCOPYING	1.80
09/16/13	PHOTOCOPYING	219.50
09/16/13	PHOTOCOPYING	19.00
09/16/13	PHOTOCOPYING	88.00
09/16/13	PHOTOCOPYING	0.10
09/17/13	PHOTOCOPYING	438.40
09/17/13	PHOTOCOPYING	224.80
09/17/13	PHOTOCOPYING	44.80
09/17/13	PHOTOCOPYING	317.00
09/17/13	PHOTOCOPYING	2.00
09/17/13	PHOTOCOPYING	54.80
09/17/13	PHOTOCOPYING	60.20
09/17/13	PHOTOCOPYING	3.20
09/17/13	PHOTOCOPYING	20.00
09/17/13	PHOTOCOPYING	8.60
09/18/13	PHOTOCOPYING	20.80

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONDecember 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/18/13	PHOTOCOPYING	85.00
09/18/13	PHOTOCOPYING	37.40
09/18/13	PHOTOCOPYING	34.20
09/18/13	PHOTOCOPYING	105.80
09/18/13	PHOTOCOPYING	229.80
09/18/13	PHOTOCOPYING	913.60
09/18/13	PHOTOCOPYING	145.20
09/18/13	PHOTOCOPYING	8.80
09/18/13	PHOTOCOPYING	275.00
09/18/13	PHOTOCOPYING	30.00
09/18/13	PHOTOCOPYING	27.60
09/19/13	PHOTOCOPYING	63.00
09/19/13	PHOTOCOPYING	9.60
09/19/13	PHOTOCOPYING	6.00
09/19/13	PHOTOCOPYING	64.20
09/20/13	PHOTOCOPYING	0.40
09/20/13	PHOTOCOPYING	38.20
09/22/13	PHOTOCOPYING	105.60
09/22/13	PHOTOCOPYING	41.20
09/23/13	PHOTOCOPYING	24.00
09/23/13	PHOTOCOPYING	0.60
09/23/13	PHOTOCOPYING	22.40
09/23/13	PHOTOCOPYING	0.40
09/23/13	PHOTOCOPYING	42.00
09/23/13	PHOTOCOPYING	12.90
09/23/13	PHOTOCOPYING	604.00
09/23/13	PHOTOCOPYING	10.40
09/24/13	PHOTOCOPYING	38.10
09/24/13	PHOTOCOPYING	29.70

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONDecember 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/24/13	PHOTOCOPYING	419.70
09/25/13	PHOTOCOPYING	0.90
09/25/13	PHOTOCOPYING	11.60
09/25/13	PHOTOCOPYING	17.40
09/25/13	PHOTOCOPYING	3.00
09/25/13	PHOTOCOPYING	64.60
09/25/13	PHOTOCOPYING	16.10
09/25/13	PHOTOCOPYING	428.60
09/25/13	PHOTOCOPYING	3.10
09/25/13	PHOTOCOPYING	185.50
09/25/13	PHOTOCOPYING	14.00
09/26/13	PHOTOCOPYING	0.60
09/27/13	PHOTOCOPYING	41.00
09/27/13	PHOTOCOPYING	1.00
09/27/13	PHOTOCOPYING	5.60
09/27/13	PHOTOCOPYING	193.30
09/30/13	PHOTOCOPYING	3.20
09/30/13	PHOTOCOPYING	2.00
09/30/13	PHOTOCOPYING	63.40
09/12/13	PHOTOCOPYING	0.80
09/16/13	PHOTOCOPYING	40.50
09/17/13	PHOTOCOPYING	31.50
09/23/13	PHOTOCOPYING	53.40
09/23/13	PHOTOCOPYING	244.40
09/23/13	PHOTOCOPYING	1,568.00
09/24/13	PHOTOCOPYING	6.90
09/25/13	PHOTOCOPYING	<u>4.20</u>
	TOTAL PHOTOCOPYING	\$15,215.80

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONDecember 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/03/13	CONFERENCE CALLS	76.74
09/03/13	CONFERENCE CALLS	137.06
09/03/13	CONFERENCE CALLS	47.10
09/03/13	CONFERENCE CALLS	111.77
09/04/13	CONFERENCE CALLS	4,513.06
09/04/13	CONFERENCE CALLS	93.00
09/05/13	CONFERENCE CALLS	219.00
09/08/13	CONFERENCE CALLS	81.21
09/09/13	CONFERENCE CALLS	59.33
09/10/13	CONFERENCE CALLS	175.26
09/10/13	CONFERENCE CALLS	27.38
09/10/13	CONFERENCE CALLS	24.57
09/10/13	CONFERENCE CALLS	22.49
09/10/13	CONFERENCE CALLS	37.00
09/11/13	CONFERENCE CALLS	5.80
09/11/13	CONFERENCE CALLS	12.15
09/11/13	CONFERENCE CALLS	770.42
09/11/13	CONFERENCE CALLS	166.60
09/11/13	CONFERENCE CALLS	70.07
09/12/13	CONFERENCE CALLS ¹	9,916.61
09/12/13	CONFERENCE CALLS	153.54
09/13/13	CONFERENCE CALLS	79.85
09/15/13	CONFERENCE CALLS	566.45
09/15/13	CONFERENCE CALLS	6.59
09/16/13	CONFERENCE CALLS	13.45
09/16/13	CONFERENCE CALLS	45.68
09/16/13	CONFERENCE CALLS	60.75
09/17/13	CONFERENCE CALLS	15.73

¹ This charge relates to an approximately 5 hour long Committee Conference call attended by 93 people.

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONDecember 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/17/13	CONFERENCE CALLS	285.60
09/17/13	CONFERENCE CALLS	292.83
09/17/13	CONFERENCE CALLS	15.87
09/18/13	CONFERENCE CALLS	196.03
09/19/13	CONFERENCE CALLS	11.66
09/19/13	CONFERENCE CALLS	23.01
09/19/13	CONFERENCE CALLS	7.33
09/19/13	CONFERENCE CALLS	148.23
09/19/13	CONFERENCE CALLS	66.03
09/19/13	CONFERENCE CALLS	3.24
09/22/13	CONFERENCE CALLS	12.24
09/22/13	CONFERENCE CALLS	25.92
09/23/13	CONFERENCE CALLS	15.33
09/23/13	CONFERENCE CALLS	192.90
09/23/13	CONFERENCE CALLS	18.36
09/24/13	CONFERENCE CALLS	415.37
09/24/13	CONFERENCE CALLS	33.56
09/24/13	CONFERENCE CALLS	16.26
09/24/13	CONFERENCE CALLS	62.36
09/24/13	CONFERENCE CALLS	4.50
09/25/13	CONFERENCE CALLS	9.28
09/25/13	CONFERENCE CALLS	28.60
09/25/13	CONFERENCE CALLS	1,971.91
09/25/13	CONFERENCE CALLS	85.38
09/25/13	CONFERENCE CALLS	73.07
09/25/13	CONFERENCE CALLS	37.00
09/25/13	CONFERENCE CALLS	107.00
09/26/13	CONFERENCE CALLS	21.95
09/26/13	CONFERENCE CALLS	26.81

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONDecember 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/26/13	CONFERENCE CALLS	44.00
09/27/13	CONFERENCE CALLS	10.75
09/30/13	CONFERENCE CALLS	<u>9.73</u>
	TOTAL CONFERENCE CALLS	\$21,780.77

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/02/13	WESTLAW ON-LINE RESEARCH	33.62
09/03/13	WESTLAW ON-LINE RESEARCH	42.80
09/03/13	WESTLAW ON-LINE RESEARCH	9.76
09/03/13	WESTLAW ON-LINE RESEARCH	543.23
09/04/13	WESTLAW ON-LINE RESEARCH	284.87
09/06/13	WESTLAW ON-LINE RESEARCH	604.37
09/06/13	WESTLAW ON-LINE RESEARCH	123.72
09/09/13	WESTLAW ON-LINE RESEARCH	47.86
09/09/13	WESTLAW ON-LINE RESEARCH	106.99
09/09/13	WESTLAW ON-LINE RESEARCH	80.18
09/10/13	WESTLAW ON-LINE RESEARCH	562.43
09/10/13	WESTLAW ON-LINE RESEARCH	1,446.65
09/11/13	WESTLAW ON-LINE RESEARCH	64.19
09/11/13	WESTLAW ON-LINE RESEARCH	553.74
09/11/13	WESTLAW ON-LINE RESEARCH	49.83
09/11/13	WESTLAW ON-LINE RESEARCH	21.40
09/11/13	WESTLAW ON-LINE RESEARCH	16.61
09/12/13	WESTLAW ON-LINE RESEARCH	84.47
09/12/13	WESTLAW ON-LINE RESEARCH	89.20
09/13/13	WESTLAW ON-LINE RESEARCH	110.20
09/13/13	WESTLAW ON-LINE RESEARCH	33.22
09/15/13	WESTLAW ON-LINE RESEARCH	426.83
09/15/13	WESTLAW ON-LINE RESEARCH	255.94
09/16/13	WESTLAW ON-LINE RESEARCH	21.40

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

December 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/16/13	WESTLAW ON-LINE RESEARCH	35.19
09/17/13	WESTLAW ON-LINE RESEARCH	30.41
09/17/13	WESTLAW ON-LINE RESEARCH	42.79
09/18/13	WESTLAW ON-LINE RESEARCH	11.26
09/18/13	WESTLAW ON-LINE RESEARCH	104.32
09/18/13	WESTLAW ON-LINE RESEARCH	48.26
09/19/13	WESTLAW ON-LINE RESEARCH	671.01
09/19/13	WESTLAW ON-LINE RESEARCH	564.79
09/19/13	WESTLAW ON-LINE RESEARCH	1,416.84
09/19/13	WESTLAW ON-LINE RESEARCH	50.23
09/19/13	WESTLAW ON-LINE RESEARCH	585.83
09/20/13	WESTLAW ON-LINE RESEARCH	51.52
09/21/13	WESTLAW ON-LINE RESEARCH	182.89
09/21/13	WESTLAW ON-LINE RESEARCH	1,743.58
09/21/13	WESTLAW ON-LINE RESEARCH	224.06
09/22/13	WESTLAW ON-LINE RESEARCH	505.66
09/22/13	WESTLAW ON-LINE RESEARCH	130.64
09/23/13	WESTLAW ON-LINE RESEARCH	132.89
09/23/13	WESTLAW ON-LINE RESEARCH	161.49
09/23/13	WESTLAW ON-LINE RESEARCH	74.56
09/23/13	WESTLAW ON-LINE RESEARCH	193.04
09/23/13	WESTLAW ON-LINE RESEARCH	639.31
09/24/13	WESTLAW ON-LINE RESEARCH	21.40
09/24/13	WESTLAW ON-LINE RESEARCH	32.70
09/24/13	WESTLAW ON-LINE RESEARCH	67.24
09/24/13	WESTLAW ON-LINE RESEARCH	77.70
09/24/13	WESTLAW ON-LINE RESEARCH	743.71
09/24/13	WESTLAW ON-LINE RESEARCH	33.62
09/24/13	WESTLAW ON-LINE RESEARCH	3,230.39

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONDecember 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/24/13	WESTLAW ON-LINE RESEARCH	807.48
09/25/13	WESTLAW ON-LINE RESEARCH	765.25
09/25/13	WESTLAW ON-LINE RESEARCH	298.78
09/25/13	WESTLAW ON-LINE RESEARCH	81.20
09/25/13	WESTLAW ON-LINE RESEARCH	183.01
09/25/13	WESTLAW ON-LINE RESEARCH	382.64
09/25/13	WESTLAW ON-LINE RESEARCH	226.52
09/25/13	WESTLAW ON-LINE RESEARCH	61.10
09/26/13	WESTLAW ON-LINE RESEARCH	40.53
09/26/13	WESTLAW ON-LINE RESEARCH	288.67
09/26/13	WESTLAW ON-LINE RESEARCH	592.66
09/27/13	WESTLAW ON-LINE RESEARCH	118.65
09/27/13	WESTLAW ON-LINE RESEARCH	62.90
09/27/13	WESTLAW ON-LINE RESEARCH	21.40
09/27/13	WESTLAW ON-LINE RESEARCH	161.61
09/28/13	WESTLAW ON-LINE RESEARCH	40.94
09/29/13	WESTLAW ON-LINE RESEARCH	536.36
09/30/13	WESTLAW ON-LINE RESEARCH	33.79
09/30/13	WESTLAW ON-LINE RESEARCH	461.22
09/30/13	WESTLAW ON-LINE RESEARCH	7.32
09/30/13	WESTLAW ON-LINE RESEARCH	236.73
09/30/13	WESTLAW ON-LINE RESEARCH	<u>64.19</u>
	TOTAL WESTLAW ON-LINE RESEARCH	\$22,893.79

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/02/13	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/03/13	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/03/13	LEXIS/NEXIS ON-LINE RESEARCH	586.65
09/04/13	LEXIS/NEXIS ON-LINE RESEARCH	435.76
09/04/13	LEXIS/NEXIS ON-LINE RESEARCH	8.44

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

December 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/05/13	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/06/13	LEXIS/NEXIS ON-LINE RESEARCH	8.43
09/06/13	LEXIS/NEXIS ON-LINE RESEARCH	68.81
09/07/13	LEXIS/NEXIS ON-LINE RESEARCH	252.27
09/09/13	LEXIS/NEXIS ON-LINE RESEARCH	68.81
09/09/13	LEXIS/NEXIS ON-LINE RESEARCH	155.72
09/09/13	LEXIS/NEXIS ON-LINE RESEARCH	8.43
09/09/13	LEXIS/NEXIS ON-LINE RESEARCH	295.73
09/10/13	LEXIS/NEXIS ON-LINE RESEARCH	281.25
09/10/13	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/10/13	LEXIS/NEXIS ON-LINE RESEARCH	252.27
09/11/13	LEXIS/NEXIS ON-LINE RESEARCH	295.72
09/11/13	LEXIS/NEXIS ON-LINE RESEARCH	137.60
09/11/13	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/11/13	LEXIS/NEXIS ON-LINE RESEARCH	108.61
09/11/13	LEXIS/NEXIS ON-LINE RESEARCH	562.49
09/12/13	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/12/13	LEXIS/NEXIS ON-LINE RESEARCH	22.95
09/13/13	LEXIS/NEXIS ON-LINE RESEARCH	800.28
09/13/13	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/16/13	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/16/13	LEXIS/NEXIS ON-LINE RESEARCH	229.34
09/17/13	LEXIS/NEXIS ON-LINE RESEARCH	137.60
09/17/13	LEXIS/NEXIS ON-LINE RESEARCH	183.48
09/17/13	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/18/13	LEXIS/NEXIS ON-LINE RESEARCH	8.43
09/18/13	LEXIS/NEXIS ON-LINE RESEARCH	206.40
09/18/13	LEXIS/NEXIS ON-LINE RESEARCH	2,561.42
09/19/13	LEXIS/NEXIS ON-LINE RESEARCH	45.86

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

December 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/19/13	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/19/13	LEXIS/NEXIS ON-LINE RESEARCH	90.53
09/19/13	LEXIS/NEXIS ON-LINE RESEARCH	1,006.82
09/19/13	LEXIS/NEXIS ON-LINE RESEARCH	252.29
09/19/13	LEXIS/NEXIS ON-LINE RESEARCH	1,044.09
09/20/13	LEXIS/NEXIS ON-LINE RESEARCH	229.32
09/20/13	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/22/13	LEXIS/NEXIS ON-LINE RESEARCH	389.88
09/22/13	LEXIS/NEXIS ON-LINE RESEARCH	550.42
09/23/13	LEXIS/NEXIS ON-LINE RESEARCH	45.88
09/23/13	LEXIS/NEXIS ON-LINE RESEARCH	137.59
09/23/13	LEXIS/NEXIS ON-LINE RESEARCH	665.09
09/23/13	LEXIS/NEXIS ON-LINE RESEARCH	8.43
09/23/13	LEXIS/NEXIS ON-LINE RESEARCH	471.97
09/24/13	LEXIS/NEXIS ON-LINE RESEARCH	640.95
09/24/13	LEXIS/NEXIS ON-LINE RESEARCH	22.93
09/24/13	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/24/13	LEXIS/NEXIS ON-LINE RESEARCH	206.39
09/24/13	LEXIS/NEXIS ON-LINE RESEARCH	22.93
09/24/13	LEXIS/NEXIS ON-LINE RESEARCH	119.50
09/24/13	LEXIS/NEXIS ON-LINE RESEARCH	1,674.20
09/25/13	LEXIS/NEXIS ON-LINE RESEARCH	869.11
09/25/13	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/26/13	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/26/13	LEXIS/NEXIS ON-LINE RESEARCH	45.88
09/26/13	LEXIS/NEXIS ON-LINE RESEARCH	114.66
09/27/13	LEXIS/NEXIS ON-LINE RESEARCH	1,134.64
09/27/13	LEXIS/NEXIS ON-LINE RESEARCH	155.72
09/27/13	LEXIS/NEXIS ON-LINE RESEARCH	8.44

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONDecember 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/30/13	LEXIS/NEXIS ON-LINE RESEARCH	8.43
09/30/13	LEXIS/NEXIS ON-LINE RESEARCH	458.72
09/30/13	LEXIS/NEXIS ON-LINE RESEARCH	<u>137.62</u>
	TOTAL LEXIS/NEXIS ON-LINE RESEARCH	\$18,353.34

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/03/13	MESSENGER/COURIER – FEDEX	32.89
09/04/13	MESSENGER/COURIER – FEDEX	12.68
09/04/13	MESSENGER/COURIER – FEDEX	10.37
09/12/13	MESSENGER/COURIER – FEDEX	12.17
09/16/13	MESSENGER/COURIER – FEDEX	13.26
09/17/13	MESSENGER/COURIER – FEDEX	18.11
09/23/13	MESSENGER/COURIER – FEDEX	13.26
09/23/13	MESSENGER/COURIER – FEDEX	13.26
09/23/13	MESSENGER/COURIER – FEDEX	13.26
09/23/13	MESSENGER/COURIER – FEDEX	13.26
09/30/13	MESSENGER/COURIER – FEDEX	<u>10.37</u>
	TOTAL MESSENGER/COURIER – FEDEX	\$162.89

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
07/09/13	CAR SERVICE/CAB FARES – R. RINGER	10.10
07/10/13	CAR SERVICE/CAB FARES – R. RINGER	9.00
07/29/13	CAR SERVICE/CAB FARES – N. ALLARD	9.00
07/31/13	CAR SERVICE/CAB FARES – N. ALLARD	7.20
09/03/13	CAR SERVICE/CAB FARES – A. DOVE	50.00
09/03/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
09/03/13	CAR SERVICE/CAB FARES – C. SIEGEL	40.80
09/03/13	CAR SERVICE/CAB FARES – E. FREJKA	10.00
09/03/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
09/03/13	CAR SERVICE/CAB FARES – N. ALLARD	8.30

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONDecember 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/03/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
09/03/13	CAR SERVICE/CAB FARES – R. RINGER	7.50
09/03/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
09/04/13	CAR SERVICE/CAB FARES – A. SIKES	38.99
09/04/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
09/05/13	CAR SERVICE/CAB FARES – R. RINGER	7.20
09/06/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
09/09/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
09/09/13	CAR SERVICE/CAB FARES – B. WOLF	50.00
09/09/13	CAR SERVICE/CAB FARES – E. FREJKA	10.00
09/09/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
09/09/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
09/09/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
09/10/13	CAR SERVICE/CAB FARES – A. DOVE	50.00
09/10/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
09/10/13	CAR SERVICE/CAB FARES – A. SIKES	38.99
09/10/13	CAR SERVICE/CAB FARES – E. FREJKA	11.00
09/10/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
09/10/13	CAR SERVICE/CAB FARES – L. ZHAO	50.00
09/10/13	CAR SERVICE/CAB FARES – N. ALLARD	7.70
09/10/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
09/10/13	CAR SERVICE/CAB FARES – R. RINGER	10.10
09/10/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
09/11/13	CAR SERVICE/CAB FARES – A. DOVE	50.00
09/11/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
09/11/13	CAR SERVICE/CAB FARES – A. SIKES	50.00
09/11/13	CAR SERVICE/CAB FARES – E. FREJKA	27.50
09/11/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
09/11/13	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

December 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/11/13	CAR SERVICE/CAB FARES – L. ZHAO	50.00
09/11/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
09/11/13	CAR SERVICE/CAB FARES – R. RINGER	9.60
09/12/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
09/12/13	CAR SERVICE/CAB FARES – A. SIKES	38.99
09/12/13	CAR SERVICE/CAB FARES – D. MANNAL	50.00
09/12/13	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
09/12/13	CAR SERVICE/CAB FARES – L. ZHAO	50.00
09/12/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
09/12/13	CAR SERVICE/CAB FARES – R. RINGER	7.10
09/12/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
09/13/13	CAR SERVICE/CAB FARES – L. ZHAO	50.00
09/16/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
09/16/13	CAR SERVICE/CAB FARES – C. SIEGEL	47.68
09/16/13	CAR SERVICE/CAB FARES – E. FREJKA	12.00
09/16/13	CAR SERVICE/CAB FARES – N. ALLARD	7.80
09/16/13	CAR SERVICE/CAB FARES – R. RINGER	10.20
09/16/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
09/17/13	CAR SERVICE/CAB FARES – A. DIENSTAG	50.00
09/17/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
09/17/13	CAR SERVICE/CAB FARES – A. SIKES	50.00
09/17/13	CAR SERVICE/CAB FARES – B. HERZOG	50.00
09/17/13	CAR SERVICE/CAB FARES – C. ARCHER	50.00
09/17/13	CAR SERVICE/CAB FARES – E. FREJKA	14.00
09/17/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
09/17/13	CAR SERVICE/CAB FARES – L. ZHAO	50.00
09/17/13	CAR SERVICE/CAB FARES – N. ALLARD	8.90
09/17/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
09/17/13	CAR SERVICE/CAB FARES – R. RINGER	11.40

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

December 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/17/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
09/18/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
09/18/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
09/18/13	CAR SERVICE/CAB FARES – E. FREJKA	11.50
09/18/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
09/18/13	CAR SERVICE/CAB FARES – L. ZHAO	50.00
09/19/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
09/19/13	CAR SERVICE/CAB FARES – J. BESSONETTE	11.00
09/19/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
09/19/13	CAR SERVICE/CAB FARES – R. RINGER	12.60
09/20/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
09/20/13	CAR SERVICE/CAB FARES – R. RINGER	8.40
09/21/13	CAR SERVICE/CAB FARES – P. BENTLEY	14.00
09/22/13	CAR SERVICE/CAB FARES – D. BLABEY	7.80
09/23/13	CAR SERVICE/CAB FARES – A. DIENSTAG	50.00
09/23/13	CAR SERVICE/CAB FARES – A. DOVE	50.00
09/23/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
09/23/13	CAR SERVICE/CAB FARES – B. HERZOG	83.64
09/23/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
09/23/13	CAR SERVICE/CAB FARES – C. SIEGEL	50.00
09/23/13	CAR SERVICE/CAB FARES – J. BESSONETTE	11.50
09/23/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
09/23/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
09/23/13	CAR SERVICE/CAB FARES – R. RINGER	10.80
09/24/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
09/24/13	CAR SERVICE/CAB FARES – B. HERZOG	50.00
09/24/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
09/24/13	CAR SERVICE/CAB FARES – B. WOLF	50.00
09/24/13	CAR SERVICE/CAB FARES – C. SIEGEL	44.05

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

December 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/24/13	CAR SERVICE/CAB FARES – E. FREJKA	12.50
09/24/13	CAR SERVICE/CAB FARES – J. BESSONETTE	12.50
09/24/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
09/24/13	CAR SERVICE/CAB FARES – R. RINGER	9.00
09/25/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
09/25/13	CAR SERVICE/CAB FARES – A. SIKES	38.99
09/25/13	CAR SERVICE/CAB FARES – C. SIEGEL	50.00
09/25/13	CAR SERVICE/CAB FARES – J. BESSONETTE	12.00
09/25/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
09/25/13	CAR SERVICE/CAB FARES – R. RINGER	9.00
09/26/13	CAR SERVICE/CAB FARES – A. SIKES	9.50
09/26/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
09/26/13	CAR SERVICE/CAB FARES – E. FREJKA	14.00
09/26/13	CAR SERVICE/CAB FARES – K. DENK	9.88
09/26/13	CAR SERVICE/CAB FARES – N. ALLARD	9.00
09/27/13	CAR SERVICE/CAB FARES – R. RINGER	9.50
09/28/13	CAR SERVICE/CAB FARES – E. FREJKA	11.50
09/28/13	CAR SERVICE/CAB FARES – J. BESSONETTE	9.00
09/29/13	CAR SERVICE/CAB FARES – D. BLABEY	7.20
09/29/13	CAR SERVICE/CAB FARES – E. FREJKA	12.00
09/29/13	CAR SERVICE/CAB FARES – J. BESSONETTE	11.50
09/29/13	CAR SERVICE/CAB FARES – R. RINGER	11.80
09/29/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
09/30/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
09/30/13	CAR SERVICE/CAB FARES – A. MILLER	12.60
09/30/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
09/30/13	CAR SERVICE/CAB FARES – B. WOLF	50.00
09/30/13	CAR SERVICE/CAB FARES – C. ARCHER	50.00
09/30/13	CAR SERVICE/CAB FARES – D. BLABEY	9.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONDecember 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/30/13	CAR SERVICE/CAB FARES – D. MANNAL	50.00
09/30/13	CAR SERVICE/CAB FARES – E. FREJKA	10.50
09/30/13	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
09/30/13	CAR SERVICE/CAB FARES – R. RINGER	8.90
	TOTAL CAR SERVICE/CAB FARES	\$4,536.71

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/03/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
09/03/13	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
09/03/13	OVERTIME MEALS/IN-HOUSE – B. BLABEY	20.00
09/03/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
09/03/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
09/03/13	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
09/03/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
09/03/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
09/04/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
09/04/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
09/05/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
09/09/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
09/09/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
09/09/13	OVERTIME MEALS/IN-HOUSE – B. O'NEILL	20.00
09/09/13	OVERTIME MEALS/IN-HOUSE – B. WOLF	20.00
09/09/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
09/09/13	OVERTIME MEALS/IN-HOUSE – G. HOROWITZ	13.58
09/09/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
09/09/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
09/09/13	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
09/09/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
09/09/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
09/09/13	OVERTIME MEALS/IN-HOUSE – Y. CHERNYAK	20.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONDecember 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/10/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
09/10/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
09/10/13	OVERTIME MEALS/IN-HOUSE – B. BECKER	20.00
09/10/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	20.00
09/10/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
09/10/13	OVERTIME MEALS/IN-HOUSE – L. ZHAO	20.00
09/10/13	OVERTIME MEALS/IN-HOUSE – P. FARBER	20.00
09/10/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
09/11/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
09/11/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
09/11/13	OVERTIME MEALS/IN-HOUSE – E. FREJKA	20.00
09/11/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
09/11/13	OVERTIME MEALS/IN-HOUSE – L. ZHAO	20.00
09/11/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
09/11/13	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
09/11/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
09/11/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
09/12/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
09/12/13	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
09/12/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
09/12/13	OVERTIME MEALS/IN-HOUSE – E. LINTZ	20.00
09/12/13	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
09/14/13	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
09/16/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
09/16/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
09/16/13	OVERTIME MEALS/IN-HOUSE – B. O'NEILL	20.00
09/16/13	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
09/16/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
09/16/13	OVERTIME MEALS/IN-HOUSE – E. FREJKA	20.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONDecember 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/16/13	OVERTIME MEALS/IN-HOUSE – E. LINTZ	20.00
09/16/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
09/16/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
09/16/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
09/16/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
09/16/13	OVERTIME MEALS/IN-HOUSE – Y. CHERNYAK	20.00
09/17/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
09/17/13	OVERTIME MEALS/IN-HOUSE – C. ARCHER	20.00
09/17/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
09/17/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
09/17/13	OVERTIME MEALS/IN-HOUSE – J. BESSONETTE	20.00
09/17/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
09/17/13	OVERTIME MEALS/IN-HOUSE – L. ZHAO	20.00
09/17/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
09/17/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
09/17/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
09/18/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
09/18/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
09/18/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
09/18/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
09/18/13	OVERTIME MEALS/IN-HOUSE – L. ZHAO	20.00
09/18/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	11.40
09/19/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
09/19/13	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
09/19/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
09/19/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
09/20/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
09/23/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
09/23/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

December 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/23/13	OVERTIME MEALS/IN-HOUSE – B. O’NEILL	20.00
09/23/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
09/23/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
09/23/13	OVERTIME MEALS/IN-HOUSE – J. BESSONETTE	20.00
09/23/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
09/23/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
09/23/13	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
09/23/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
09/24/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
09/24/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
09/24/13	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
09/24/13	OVERTIME MEALS/IN-HOUSE – B. O’NEILL	20.00
09/24/13	OVERTIME MEALS/IN-HOUSE – B. WOLF	20.00
09/24/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
09/24/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
09/24/13	OVERTIME MEALS/IN-HOUSE – E. FREJKA	20.00
09/24/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
09/24/13	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
09/25/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
09/25/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
09/25/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
09/25/13	OVERTIME MEALS/IN-HOUSE – B. O’NEILL	20.00
09/25/13	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
09/25/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	20.00
09/25/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
09/25/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
09/25/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
09/25/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
09/25/13	OVERTIME MEALS/IN-HOUSE – Y. CHERNYAK	20.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONDecember 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/26/13	OVERTIME MEALS/IN-HOUSE – B. BECKER	20.00
09/26/13	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
09/26/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	20.00
09/26/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
09/26/13	OVERTIME MEALS/IN-HOUSE – J. BESSONETTE	19.95
09/26/13	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
09/26/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
09/27/13	OVERTIME MEALS/IN-HOUSE – J. BESSONETTE	20.00
09/28/13	OVERTIME MEALS/IN-HOUSE – E. FREJKA	20.00
09/29/13	OVERTIME MEALS/IN-HOUSE – A. DIENSTAG	20.00
09/30/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
09/30/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
09/30/13	OVERTIME MEALS/IN-HOUSE – A. MILLER	17.71
09/30/13	OVERTIME MEALS/IN-HOUSE – B. O'NEILL	20.00
09/30/13	OVERTIME MEALS/IN-HOUSE – B. WOLF	20.00
09/30/13	OVERTIME MEALS/IN-HOUSE – C. ARCHER	20.00
09/30/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
09/30/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
09/30/13	OVERTIME MEALS/IN-HOUSE – J. BESSONETTE	20.00
09/30/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
09/30/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
09/30/13	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
09/30/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
09/30/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	<u>20.00</u>
	TOTAL OVERTIME MEALS/IN-HOUSE	\$2,662.64

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/23/13	OUT-OF-TOWN TRAVEL – C. SIEGEL – FLIGHT (Deposition)	<u>743.25</u>
	TOTAL OUT-OF-TOWN TRAVEL	\$743.25

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONDecember 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/03/13	DOCUMENT RETRIEVAL FEES	0.83
09/04/13	DOCUMENT RETRIEVAL FEES	0.83
09/04/13	DOCUMENT RETRIEVAL FEES	0.70
09/05/13	DOCUMENT RETRIEVAL FEES	0.83
09/06/13	DOCUMENT RETRIEVAL FEES	0.83
09/09/13	DOCUMENT RETRIEVAL FEES	0.83
09/09/13	DOCUMENT RETRIEVAL FEES	0.70
09/10/13	DOCUMENT RETRIEVAL FEES	0.83
09/11/13	DOCUMENT RETRIEVAL FEES	0.83
09/12/13	DOCUMENT RETRIEVAL FEES	0.83
09/13/13	DOCUMENT RETRIEVAL FEES	0.83
09/16/13	DOCUMENT RETRIEVAL FEES	0.83
09/16/13	DOCUMENT RETRIEVAL FEES	0.70
09/17/13	DOCUMENT RETRIEVAL FEES	0.83
09/18/13	DOCUMENT RETRIEVAL FEES	0.83
09/19/13	DOCUMENT RETRIEVAL FEES	0.83
09/19/13	DOCUMENT RETRIEVAL FEES	14.28
09/20/13	DOCUMENT RETRIEVAL FEES	0.83
09/23/13	DOCUMENT RETRIEVAL FEES	97.99
09/23/13	DOCUMENT RETRIEVAL FEES	0.83
09/23/13	DOCUMENT RETRIEVAL FEES	0.70
09/24/13	DOCUMENT RETRIEVAL FEES	0.83
09/25/13	DOCUMENT RETRIEVAL FEES	0.83
09/26/13	DOCUMENT RETRIEVAL FEES	0.83
09/27/13	DOCUMENT RETRIEVAL FEES	0.83
09/30/13	DOCUMENT RETRIEVAL FEES	97.70
09/30/13	DOCUMENT RETRIEVAL FEES	72.90
09/30/13	DOCUMENT RETRIEVAL FEES	10.10
09/30/13	DOCUMENT RETRIEVAL FEES	412.90

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONDecember 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/30/13	DOCUMENT RETRIEVAL FEES	48.50
09/30/13	DOCUMENT RETRIEVAL FEES	48.60
09/30/13	DOCUMENT RETRIEVAL FEES	428.10
09/30/13	DOCUMENT RETRIEVAL FEES	832.80
09/30/13	DOCUMENT RETRIEVAL FEES	60.80
09/30/13	DOCUMENT RETRIEVAL FEES	134.60
09/30/13	DOCUMENT RETRIEVAL FEES	277.40
09/30/13	DOCUMENT RETRIEVAL FEES	1,412.70
09/30/13	DOCUMENT RETRIEVAL FEES	85.10
09/30/13	DOCUMENT RETRIEVAL FEES	306.10
09/30/13	DOCUMENT RETRIEVAL FEES	14.90
09/30/13	DOCUMENT RETRIEVAL FEES	202.90
09/30/13	DOCUMENT RETRIEVAL FEES	12.90
09/30/13	DOCUMENT RETRIEVAL FEES	86.70
09/30/13	DOCUMENT RETRIEVAL FEES	32.90
09/30/13	DOCUMENT RETRIEVAL FEES	17.30
09/30/13	DOCUMENT RETRIEVAL FEES	49.50
09/30/13	DOCUMENT RETRIEVAL FEES	308.60
09/30/13	DOCUMENT RETRIEVAL FEES	13.80
09/30/13	DOCUMENT RETRIEVAL FEES	63.50
09/30/13	DOCUMENT RETRIEVAL FEES	25.20
09/30/13	DOCUMENT RETRIEVAL FEES	11.70
09/30/13	DOCUMENT RETRIEVAL FEES	0.83
09/30/13	DOCUMENT RETRIEVAL FEES	<u>0.70</u>
	TOTAL DOCUMENT RETRIEVAL FEES²	\$5,200.57

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/20/13	BLOOMBERG RETRIEVAL FEES	15.88
09/20/13	BLOOMBERG RETRIEVAL FEES	0.87

² Majority of September 30, 2013 Document Retrieval Fees represent Pacer charges.

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONDecember 3, 2013
Invoice No. 636290

09/20/13	BLOOMBERG RETRIEVAL FEES	13.05
09/20/13	BLOOMBERG RETRIEVAL FEES	10.76
09/20/13	BLOOMBERG RETRIEVAL FEES	<u>6.53</u>
	TOTAL BLOOMBERG RETRIEVAL FEES	\$47.09

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/06/13	TRANSCRIPT FEES	235.20
09/09/13	TRANSCRIPT FEES	327.60
09/09/13	TRANSCRIPT FEES	61.20
09/12/13	TRANSCRIPT FEES	207.60
09/12/13	TRANSCRIPT FEES – VIDEO RECORDING OF DEPOSITION OF T. MARANO	150.00
09/12/13	TRANSCRIPT FEES – DEPOSITION OF T. MARANO	867.30
09/15/13	TRANSCRIPT FEES – DEPOSITION OF J. PETERSON	1,815.18
09/17/13	TRANSCRIPT FEES – DEPOSITION OF L. KRUGER	673.92
09/18/13	TRANSCRIPT FEES – DEPOSITION OF M. PINZON	2,969.25
09/18/13	TRANSCRIPT FEES – DEPOSITION OF M. FLANNAGAN	1,245.00
09/19/13	TRANSCRIPT FEES – DEPOSITION OF J. WHITLINGER	1,550.34
09/25/13	TRANSCRIPT FEES – DEPOSITION OF B. ZIEGENFUSE	1,373.76
09/25/13	TRANSCRIPT FEES	117.60
09/25/13	TRANSCRIPT FEES	21.60
09/26/13	TRANSCRIPT FEES – DEPOSITION OF L. HALL	1,187.52
09/27/13	TRANSCRIPT FEES	102.00
09/27/13	TRANSCRIPT FEES	76.80
09/30/13	TRANSCRIPT FEES	<u>1,493.56</u>
	TOTAL TRANSCRIPT FEES	\$14,475.43

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

December 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/03/13	MEETINGS	100.00
09/03/13	MEETINGS	20.00
09/03/13	MEETINGS	70.78
09/03/13	MEETINGS	400.00
09/03/13	MEETINGS	70.78
09/04/13	MEETINGS	70.78
09/04/13	MEETINGS	70.78
09/04/13	MEETINGS	12.43
09/04/13	MEETINGS	100.00
09/04/13	MEETINGS	300.00
09/04/13	MEETINGS	137.06
09/05/13	MEETINGS	50.07
09/06/13	MEETINGS	50.07
09/06/13	MEETINGS	124.50
09/09/13	MEETINGS	260.00
09/09/13	MEETINGS	60.00
09/09/13	MEETINGS	240.00
09/10/13	MEETINGS	400.00
09/10/13	MEETINGS	20.00
09/10/13	MEETINGS	261.35
09/11/13	MEETINGS	12.64
09/11/13	MEETINGS	100.00
09/11/13	MEETINGS	100.00
09/11/13	MEETINGS	70.78
09/11/13	MEETINGS	70.78
09/12/13	MEETINGS	172.78
09/12/13	MEETINGS	63.43
09/12/13	MEETINGS	140.00
09/12/13	MEETINGS	19.11

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONDecember 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/12/13	MEETINGS	100.00
09/13/13	MEETINGS	120.00
09/13/13	MEETINGS	42.87
09/17/13	MEETINGS	75.96
09/17/13	MEETINGS	200.00
09/18/13	MEETINGS	180.00
09/18/13	MEETINGS	280.00
09/19/13	MEETINGS	8.19
09/19/13	MEETINGS	133.94
09/19/13	MEETINGS	50.20
09/19/13	MEETINGS	12.43
09/19/13	MEETINGS	200.00
09/19/13	MEETINGS	100.00
09/19/13	MEETINGS	152.45
09/19/13	MEETINGS	280.00
09/20/13	MEETINGS	50.51
09/20/13	MEETINGS	120.00
09/23/13	MEETINGS	13.78
09/23/13	MEETINGS	120.00
09/25/13	MEETINGS	200.00
09/25/13	MEETINGS	200.00
09/25/13	MEETINGS	98.93
09/26/13	MEETINGS	60.00
09/26/13	MEETINGS	78.20
09/27/13	MEETINGS	131.50
09/30/13	MEETINGS	<u>200.00</u>
	TOTAL MEETINGS	\$6,777.08

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

December 3, 2013
Invoice No. 636290

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/30/13	DATA HOSTING CHARGES	46.00
09/30/13	DATA HOSTING CHARGES	<u>759.20</u>
	TOTAL DATA HOSTING CHARGES	\$805.20
TOTAL DISBURSEMENTS AND OTHER CHARGES		<u>\$113,654.56</u>

October 2013 Disbursement Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP

1177 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
PHONE 212.715.9100
FAX 212.715.8000

January 28, 2014

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF
UNSECURED
CREDITORS
NEW YORK, NY 10036

When remitting,
please reference:

Invoice Number: Multiple
Invoices
066069

FOR PROFESSIONAL SERVICES rendered through October 31, 2013,
as per the attached detail.

DISBURSEMENTS AND OTHER CHARGES 197,886.02

Amounts due may be remitted by wire transfer.

Bank: Citibank, N.A.
153 East 53rd Street, 23rd Floor New York, N.Y. 10022
ABA No: 021000089
Account Name: Kramer Levin Naftalis & Frankel LLP Account AR
Account No.: 4979206709
Reference: Invoice No. Multiple Invoices
Attention: Joseph Scotto (212) 559-6338

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID# 13-1944339

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices**SUMMARY OF DISBURSEMENTS AND OTHER CHARGES**

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PHOTOCOPYING	14,133.20
PHOTOCOPYING / EXTERNAL VENDOR	20,665.80
CONFERENCE CALLS	31,410.35
WESTLAW ON-LINE RESEARCH	30,313.72
LEXIS/NEXIS ON-LINE RESEARCH	12,812.13
MESSENGER/COURIER	111.56
CAR SERVICE/CAB FARES	8,773.78
OVERTIME MEALS/IN-HOUSE	4,462.36
OUT-OF-TOWN TRAVEL	791.47
OVERTIME HOTEL	150.00
DOCUMENT RETRIEVAL FEES	963.60
BLOOMBERG LAW RETRIEVAL FEES	93.87
TRANSCRIPT FEES	49,717.81
MEETINGS	16,681.17
DATA HOSTING CHARGES	805.20
PROFESSIONAL & CONSULTING FEES	<u>6,000.00</u>
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$197,886.02</u>

DETAIL OF DISBURSEMENTS AND OTHER CHARGES

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/01/13	PHOTOCOPYING	18.80
10/01/13	PHOTOCOPYING	0.10
10/01/13	PHOTOCOPYING	9.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/01/13	PHOTOCOPYING	148.90
10/01/13	PHOTOCOPYING	7.60
10/02/13	PHOTOCOPYING	7.50
10/02/13	PHOTOCOPYING	66.00
10/02/13	PHOTOCOPYING	231.00
10/03/13	PHOTOCOPYING	91.20
10/03/13	PHOTOCOPYING	19.50
10/03/13	PHOTOCOPYING	26.40
10/03/13	PHOTOCOPYING	10.00
10/03/13	PHOTOCOPYING	24.00
10/03/13	PHOTOCOPYING	0.60
10/04/13	PHOTOCOPYING	33.40
10/04/13	PHOTOCOPYING	40.90
10/04/13	PHOTOCOPYING	320.30
10/04/13	PHOTOCOPYING	21.80
10/04/13	PHOTOCOPYING	4.40
10/04/13	PHOTOCOPYING	41.80
10/04/13	PHOTOCOPYING	47.60
10/04/13	PHOTOCOPYING	92.40
10/05/13	PHOTOCOPYING	0.30
10/06/13	PHOTOCOPYING	4.00
10/06/13	PHOTOCOPYING	8.70
10/06/13	PHOTOCOPYING	6.00
10/06/13	PHOTOCOPYING	26.00
10/06/13	PHOTOCOPYING	14.00
10/06/13	PHOTOCOPYING	0.40
10/07/13	PHOTOCOPYING	79.40
10/07/13	PHOTOCOPYING	71.00
10/07/13	PHOTOCOPYING	5.40

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/08/13	PHOTOCOPYING	6.40
10/08/13	PHOTOCOPYING	10.80
10/08/13	PHOTOCOPYING	8.70
10/09/13	PHOTOCOPYING	72.00
10/09/13	PHOTOCOPYING	2.00
10/09/13	PHOTOCOPYING	0.20
10/09/13	PHOTOCOPYING	127.20
10/09/13	PHOTOCOPYING	13.00
10/09/13	PHOTOCOPYING	152.00
10/09/13	PHOTOCOPYING	2.70
10/09/13	PHOTOCOPYING	4.00
10/09/13	PHOTOCOPYING	180.00
10/09/13	PHOTOCOPYING	151.20
10/09/13	PHOTOCOPYING	475.60
10/09/13	PHOTOCOPYING	113.80
10/09/13	PHOTOCOPYING	131.60
10/09/13	PHOTOCOPYING	128.60
10/10/13	PHOTOCOPYING	238.40
10/10/13	PHOTOCOPYING	10.80
10/10/13	PHOTOCOPYING	4.00
10/10/13	PHOTOCOPYING	84.00
10/10/13	PHOTOCOPYING	1.40
10/10/13	PHOTOCOPYING	7.60
10/10/13	PHOTOCOPYING	4.80
10/10/13	PHOTOCOPYING	61.10
10/10/13	PHOTOCOPYING	28.20
10/10/13	PHOTOCOPYING	88.80
10/10/13	PHOTOCOPYING	2.40
10/10/13	PHOTOCOPYING	24.20

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/10/13	PHOTOCOPYING	73.00
10/10/13	PHOTOCOPYING	34.60
10/10/13	PHOTOCOPYING	70.00
10/10/13	PHOTOCOPYING	11.00
10/10/13	PHOTOCOPYING	36.00
10/10/13	PHOTOCOPYING	3.80
10/10/13	PHOTOCOPYING	26.20
10/10/13	PHOTOCOPYING	23.60
10/10/13	PHOTOCOPYING	41.80
10/10/13	PHOTOCOPYING	12.40
10/10/13	PHOTOCOPYING	27.20
10/10/13	PHOTOCOPYING	6.50
10/10/13	PHOTOCOPYING	0.20
10/10/13	PHOTOCOPYING	17.70
10/10/13	PHOTOCOPYING	0.50
10/10/13	PHOTOCOPYING	14.20
10/11/13	PHOTOCOPYING	3.60
10/11/13	PHOTOCOPYING	0.20
10/11/13	PHOTOCOPYING	0.40
10/11/13	PHOTOCOPYING	15.60
10/11/13	PHOTOCOPYING	228.90
10/11/13	PHOTOCOPYING	100.00
10/11/13	PHOTOCOPYING	3.80
10/11/13	PHOTOCOPYING	0.20
10/11/13	PHOTOCOPYING	3.20
10/11/13	PHOTOCOPYING	1.20
10/11/13	PHOTOCOPYING	6.80
10/11/13	PHOTOCOPYING	0.80
10/11/13	PHOTOCOPYING	49.20

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/11/13	PHOTOCOPYING	2.40
10/11/13	PHOTOCOPYING	1.20
10/11/13	PHOTOCOPYING	7.00
10/11/13	PHOTOCOPYING	4.50
10/11/13	PHOTOCOPYING	3.30
10/11/13	PHOTOCOPYING	2.80
10/11/13	PHOTOCOPYING	1.00
10/11/13	PHOTOCOPYING	4.50
10/11/13	PHOTOCOPYING	1.60
10/11/13	PHOTOCOPYING	0.60
10/11/13	PHOTOCOPYING	0.90
10/11/13	PHOTOCOPYING	14.00
10/11/13	PHOTOCOPYING	20.10
10/11/13	PHOTOCOPYING	1.50
10/13/13	PHOTOCOPYING	52.20
10/13/13	PHOTOCOPYING	305.80
10/13/13	PHOTOCOPYING	170.40
10/13/13	PHOTOCOPYING	1.50
10/13/13	PHOTOCOPYING	0.60
10/13/13	PHOTOCOPYING	1.00
10/13/13	PHOTOCOPYING	1.00
10/14/13	PHOTOCOPYING	9.00
10/14/13	PHOTOCOPYING	57.00
10/14/13	PHOTOCOPYING	0.10
10/14/13	PHOTOCOPYING	49.00
10/14/13	PHOTOCOPYING	0.10
10/14/13	PHOTOCOPYING	218.90
10/14/13	PHOTOCOPYING	0.40
10/14/13	PHOTOCOPYING	5.60

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/14/13	PHOTOCOPYING	18.90
10/14/13	PHOTOCOPYING	387.20
10/14/13	PHOTOCOPYING	50.00
10/14/13	PHOTOCOPYING	0.10
10/14/13	PHOTOCOPYING	48.70
10/14/13	PHOTOCOPYING	14.00
10/15/13	PHOTOCOPYING	4.80
10/15/13	PHOTOCOPYING	48.00
10/15/13	PHOTOCOPYING	5.80
10/15/13	PHOTOCOPYING	233.40
10/15/13	PHOTOCOPYING	21.00
10/15/13	PHOTOCOPYING	112.10
10/15/13	PHOTOCOPYING	0.60
10/15/13	PHOTOCOPYING	147.30
10/15/13	PHOTOCOPYING	0.60
10/16/13	PHOTOCOPYING	30.00
10/16/13	PHOTOCOPYING	29.40
10/16/13	PHOTOCOPYING	63.20
10/16/13	PHOTOCOPYING	126.40
10/16/13	PHOTOCOPYING	0.60
10/16/13	PHOTOCOPYING	0.30
10/16/13	PHOTOCOPYING	0.10
10/16/13	PHOTOCOPYING	65.80
10/16/13	PHOTOCOPYING	438.90
10/16/13	PHOTOCOPYING	8.00
10/16/13	PHOTOCOPYING	376.80
10/16/13	PHOTOCOPYING	0.50
10/16/13	PHOTOCOPYING	0.50
10/16/13	PHOTOCOPYING	24.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/16/13	PHOTOCOPYING	88.00
10/16/13	PHOTOCOPYING	0.60
10/17/13	PHOTOCOPYING	62.50
10/17/13	PHOTOCOPYING	0.20
10/17/13	PHOTOCOPYING	12.00
10/17/13	PHOTOCOPYING	1.00
10/17/13	PHOTOCOPYING	0.20
10/17/13	PHOTOCOPYING	3.00
10/18/13	PHOTOCOPYING	35.40
10/18/13	PHOTOCOPYING	9.60
10/18/13	PHOTOCOPYING	10.70
10/18/13	PHOTOCOPYING	3.00
10/18/13	PHOTOCOPYING	9.80
10/18/13	PHOTOCOPYING	0.20
10/18/13	PHOTOCOPYING	0.20
10/18/13	PHOTOCOPYING	0.20
10/18/13	PHOTOCOPYING	0.20
10/18/13	PHOTOCOPYING	1.10
10/18/13	PHOTOCOPYING	0.20
10/18/13	PHOTOCOPYING	6.00
10/18/13	PHOTOCOPYING	179.70
10/18/13	PHOTOCOPYING	71.00
10/18/13	PHOTOCOPYING	0.30
10/18/13	PHOTOCOPYING	6.00
10/18/13	PHOTOCOPYING	2.60
10/18/13	PHOTOCOPYING	0.20
10/19/13	PHOTOCOPYING	1.80
10/20/13	PHOTOCOPYING	17.00
10/20/13	PHOTOCOPYING	5.60

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/20/13	PHOTOCOPYING	76.80
10/20/13	PHOTOCOPYING	56.00
10/20/13	PHOTOCOPYING	1.10
10/20/13	PHOTOCOPYING	40.00
10/21/13	PHOTOCOPYING	15.20
10/21/13	PHOTOCOPYING	2.80
10/21/13	PHOTOCOPYING	81.60
10/21/13	PHOTOCOPYING	64.00
10/21/13	PHOTOCOPYING	84.80
10/21/13	PHOTOCOPYING	49.60
10/21/13	PHOTOCOPYING	472.30
10/21/13	PHOTOCOPYING	182.00
10/21/13	PHOTOCOPYING	116.80
10/21/13	PHOTOCOPYING	137.60
10/21/13	PHOTOCOPYING	9.60
10/21/13	PHOTOCOPYING	69.40
10/21/13	PHOTOCOPYING	348.00
10/21/13	PHOTOCOPYING	24.40
10/22/13	PHOTOCOPYING	18.20
10/22/13	PHOTOCOPYING	49.00
10/22/13	PHOTOCOPYING	0.40
10/22/13	PHOTOCOPYING	1.00
10/22/13	PHOTOCOPYING	1.10
10/22/13	PHOTOCOPYING	148.80
10/22/13	PHOTOCOPYING	126.40
10/22/13	PHOTOCOPYING	113.60
10/22/13	PHOTOCOPYING	39.20
10/22/13	PHOTOCOPYING	48.00
10/22/13	PHOTOCOPYING	9.10

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/22/13	PHOTOCOPYING	131.20
10/22/13	PHOTOCOPYING	32.80
10/22/13	PHOTOCOPYING	730.40
10/22/13	PHOTOCOPYING	137.60
10/22/13	PHOTOCOPYING	63.40
10/22/13	PHOTOCOPYING	57.60
10/22/13	PHOTOCOPYING	21.60
10/22/13	PHOTOCOPYING	20.80
10/22/13	PHOTOCOPYING	0.10
10/23/13	PHOTOCOPYING	32.40
10/23/13	PHOTOCOPYING	28.80
10/23/13	PHOTOCOPYING	3.20
10/23/13	PHOTOCOPYING	297.80
10/23/13	PHOTOCOPYING	148.40
10/23/13	PHOTOCOPYING	15.90
10/23/13	PHOTOCOPYING	68.80
10/23/13	PHOTOCOPYING	15.60
10/23/13	PHOTOCOPYING	156.40
10/23/13	PHOTOCOPYING	8.40
10/23/13	PHOTOCOPYING	0.20
10/24/13	PHOTOCOPYING	263.40
10/24/13	PHOTOCOPYING	29.60
10/24/13	PHOTOCOPYING	171.00
10/24/13	PHOTOCOPYING	57.60
10/24/13	PHOTOCOPYING	42.00
10/24/13	PHOTOCOPYING	5.50
10/24/13	PHOTOCOPYING	13.10
10/24/13	PHOTOCOPYING	27.50
10/25/13	PHOTOCOPYING	172.60

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/25/13	PHOTOCOPYING	5.20
10/25/13	PHOTOCOPYING	1.20
10/25/13	PHOTOCOPYING	13.40
10/28/13	PHOTOCOPYING	0.10
10/30/13	PHOTOCOPYING	1.20
10/30/13	PHOTOCOPYING	492.00
10/31/13	PHOTOCOPYING	26.70
10/31/13	PHOTOCOPYING	11.80
10/31/13	PHOTOCOPYING	0.30
10/31/13	PHOTOCOPYING	1.80
10/31/13	PHOTOCOPYING	2.60
10/31/13	PHOTOCOPYING	2.60
10/31/13	PHOTOCOPYING	0.20
10/07/13	PHOTOCOPYING	47.50
10/07/13	PHOTOCOPYING	120.00
10/14/13	PHOTOCOPYING	7.00
10/14/13	PHOTOCOPYING	69.20
10/18/13	PHOTOCOPYING	37.80
10/28/13	PHOTOCOPYING	<u>1.80</u>
	TOTAL PHOTOCOPYING	\$14,133.20

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/03/13	PHOTOCOPYING / EXTERNAL VENDOR	4,309.48
10/03/13	PHOTOCOPYING / EXTERNAL VENDOR	3,556.00
10/16/13	PHOTOCOPYING / EXTERNAL VENDOR	1,528.20
10/28/13	PHOTOCOPYING / EXTERNAL VENDOR	1,656.26
10/28/13	PHOTOCOPYING / EXTERNAL VENDOR	491.92
10/28/13	PHOTOCOPYING / EXTERNAL VENDOR	384.60
10/28/13	PHOTOCOPYING / EXTERNAL VENDOR	2,202.08
10/28/13	PHOTOCOPYING / EXTERNAL VENDOR	<u>6,537.26</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
	TOTAL PHOTOCOPYING / EXTERNAL VENDOR	\$20,665.80

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/01/13	CONFERENCE CALLS	119.75
10/01/13	CONFERENCE CALLS	37.41
10/01/13	CONFERENCE CALLS	317.54
10/01/13	CONFERENCE CALLS	362.37
10/01/13	CONFERENCE CALLS	0.40
10/02/13	CONFERENCE CALLS	8.81
10/02/13	CONFERENCE CALLS	79.72
10/02/13	CONFERENCE CALLS	3,732.72 ¹
10/02/13	CONFERENCE CALLS	6.52
10/02/13	CONFERENCE CALLS	59.37
10/02/13	CONFERENCE CALLS	63.16
10/02/13	CONFERENCE CALLS	86.00
10/03/13	CONFERENCE CALLS	58.71
10/03/13	CONFERENCE CALLS	15.03
10/04/13	CONFERENCE CALLS	61.86
10/04/13	CONFERENCE CALLS	15.76
10/04/13	CONFERENCE CALLS	89.22
10/04/13	CONFERENCE CALLS	4.64
10/04/13	CONFERENCE CALLS	139.03
10/06/13	CONFERENCE CALLS	41.41
10/06/13	CONFERENCE CALLS	79.03
10/06/13	CONFERENCE CALLS	13.42
10/07/13	CONFERENCE CALLS	465.57
10/07/13	CONFERENCE CALLS	10.01
10/07/13	CONFERENCE CALLS	22.70

¹ Please note that 37 people attended this call.

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/07/13	CONFERENCE CALLS	27.21
10/08/13	CONFERENCE CALLS	38.61
10/08/13	CONFERENCE CALLS	23.53
10/08/13	CONFERENCE CALLS	12.74
10/08/13	CONFERENCE CALLS	822.48
10/08/13	CONFERENCE CALLS	24.55
10/08/13	CONFERENCE CALLS	10.43
10/09/13	CONFERENCE CALLS	43.37
10/09/13	CONFERENCE CALLS	23.86
10/09/13	CONFERENCE CALLS	24.54
10/09/13	CONFERENCE CALLS	39.72
10/09/13	CONFERENCE CALLS	7,652.18 ²
10/09/13	CONFERENCE CALLS	52.36
10/09/13	CONFERENCE CALLS	175.57
10/09/13	CONFERENCE CALLS	28.05
10/10/13	CONFERENCE CALLS	279.58
10/10/13	CONFERENCE CALLS	127.12
10/10/13	CONFERENCE CALLS	114.28
10/10/13	CONFERENCE CALLS	154.68
10/11/13	CONFERENCE CALLS	137.32
10/11/13	CONFERENCE CALLS	0.40
10/11/13	CONFERENCE CALLS	34.98
10/11/13	CONFERENCE CALLS	8.52
10/11/13	CONFERENCE CALLS	52.54
10/11/13	CONFERENCE CALLS	11.24
10/12/13	CONFERENCE CALLS	6.05
10/13/13	CONFERENCE CALLS	6.59
10/13/13	CONFERENCE CALLS	42.59
10/13/13	CONFERENCE CALLS	16.54

² Please note that 96 people attended this call.

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/13/13	CONFERENCE CALLS	8.80
10/14/13	CONFERENCE CALLS	7.06
10/14/13	CONFERENCE CALLS	24.66
10/15/13	CONFERENCE CALLS	997.31
10/15/13	CONFERENCE CALLS	9.67
10/15/13	CONFERENCE CALLS	2.46
10/16/13	CONFERENCE CALLS	669.02
10/16/13	CONFERENCE CALLS	19.42
10/17/13	CONFERENCE CALLS	38.31
10/17/13	CONFERENCE CALLS	2.81
10/17/13	CONFERENCE CALLS	522.28
10/17/13	CONFERENCE CALLS	35.44
10/17/13	CONFERENCE CALLS	3,938.85 ³
10/17/13	CONFERENCE CALLS	68.78
10/17/13	CONFERENCE CALLS	34.28
10/18/13	CONFERENCE CALLS	16.82
10/18/13	CONFERENCE CALLS	19.12
10/18/13	CONFERENCE CALLS	142.00
10/20/13	CONFERENCE CALLS	21.02
10/20/13	CONFERENCE CALLS	48.67
10/20/13	CONFERENCE CALLS	52.09
10/21/13	CONFERENCE CALLS	12.88
10/21/13	CONFERENCE CALLS	14.49
10/21/13	CONFERENCE CALLS	9.35
10/21/13	CONFERENCE CALLS	63.58
10/21/13	CONFERENCE CALLS	37.79
10/21/13	CONFERENCE CALLS	24.91
10/21/13	CONFERENCE CALLS	830.64
10/21/13	CONFERENCE CALLS	91.71

³ Please note that 67 people attended this call.

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/21/13	CONFERENCE CALLS	109.74
10/22/13	CONFERENCE CALLS	25.22
10/22/13	CONFERENCE CALLS	564.09
10/22/13	CONFERENCE CALLS	9.36
10/23/13	CONFERENCE CALLS	22.54
10/23/13	CONFERENCE CALLS	537.22
10/23/13	CONFERENCE CALLS	530.09
10/23/13	CONFERENCE CALLS	6.52
10/23/13	CONFERENCE CALLS	240.00
10/23/13	CONFERENCE CALLS	247.00
10/24/13	CONFERENCE CALLS	1.90
10/24/13	CONFERENCE CALLS	53.72
10/24/13	CONFERENCE CALLS	42.43
10/24/13	CONFERENCE CALLS	40.77
10/24/13	CONFERENCE CALLS	3,919.60 ⁴
10/24/13	CONFERENCE CALLS	170.00
10/25/13	CONFERENCE CALLS	121.53
10/25/13	CONFERENCE CALLS	82.75
10/25/13	CONFERENCE CALLS	26.83
10/25/13	CONFERENCE CALLS	247.00
10/27/13	CONFERENCE CALLS	22.38
10/28/13	CONFERENCE CALLS	47.99
10/28/13	CONFERENCE CALLS	21.69
10/29/13	CONFERENCE CALLS	22.80
10/30/13	CONFERENCE CALLS	17.12
10/30/13	CONFERENCE CALLS	7.79
10/30/13	CONFERENCE CALLS	233.00
10/30/13	CONFERENCE CALLS	233.00
10/31/13	CONFERENCE CALLS	93.70

⁴ Please note that 58 people attended this call.

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/31/13	CONFERENCE CALLS	13.98
10/31/13	CONFERENCE CALLS	<u>52.58</u>
	TOTAL CONFERENCE CALLS	\$31,410.35

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/01/13	WESTLAW ON-LINE RESEARCH	21.47
10/01/13	WESTLAW ON-LINE RESEARCH	245.95
10/01/13	WESTLAW ON-LINE RESEARCH	14.68
10/01/13	WESTLAW ON-LINE RESEARCH	167.91
10/02/13	WESTLAW ON-LINE RESEARCH	193.67
10/02/13	WESTLAW ON-LINE RESEARCH	11.81
10/02/13	WESTLAW ON-LINE RESEARCH	46.25
10/02/13	WESTLAW ON-LINE RESEARCH	294.15
10/03/13	WESTLAW ON-LINE RESEARCH	106.83
10/03/13	WESTLAW ON-LINE RESEARCH	233.15
10/03/13	WESTLAW ON-LINE RESEARCH	1,441.08
10/03/13	WESTLAW ON-LINE RESEARCH	58.33
10/03/13	WESTLAW ON-LINE RESEARCH	90.54
10/03/13	WESTLAW ON-LINE RESEARCH	94.51
10/04/13	WESTLAW ON-LINE RESEARCH	52.03
10/04/13	WESTLAW ON-LINE RESEARCH	158.61
10/04/13	WESTLAW ON-LINE RESEARCH	130.08
10/04/13	WESTLAW ON-LINE RESEARCH	9.66
10/04/13	WESTLAW ON-LINE RESEARCH	108.78
10/05/13	WESTLAW ON-LINE RESEARCH	216.14
10/05/13	WESTLAW ON-LINE RESEARCH	391.23
10/05/13	WESTLAW ON-LINE RESEARCH	80.48
10/06/13	WESTLAW ON-LINE RESEARCH	182.95
10/06/13	WESTLAW ON-LINE RESEARCH	329.51
10/07/13	WESTLAW ON-LINE RESEARCH	668.25
10/07/13	WESTLAW ON-LINE RESEARCH	138.13

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/07/13	WESTLAW ON-LINE RESEARCH	290.39
10/07/13	WESTLAW ON-LINE RESEARCH	2,076.91
10/07/13	WESTLAW ON-LINE RESEARCH	146.55
10/07/13	WESTLAW ON-LINE RESEARCH	54.39
10/07/13	WESTLAW ON-LINE RESEARCH	54.03
10/08/13	WESTLAW ON-LINE RESEARCH	109.18
10/08/13	WESTLAW ON-LINE RESEARCH	94.51
10/08/13	WESTLAW ON-LINE RESEARCH	10.55
10/08/13	WESTLAW ON-LINE RESEARCH	96.98
10/08/13	WESTLAW ON-LINE RESEARCH	104.37
10/08/13	WESTLAW ON-LINE RESEARCH	148.87
10/08/13	WESTLAW ON-LINE RESEARCH	231.16
10/08/13	WESTLAW ON-LINE RESEARCH	21.37
10/08/13	WESTLAW ON-LINE RESEARCH	12.88
10/08/13	WESTLAW ON-LINE RESEARCH	53.68
10/08/13	WESTLAW ON-LINE RESEARCH	7.16
10/08/13	WESTLAW ON-LINE RESEARCH	7.16
10/08/13	WESTLAW ON-LINE RESEARCH	30.42
10/09/13	WESTLAW ON-LINE RESEARCH	160.75
10/09/13	WESTLAW ON-LINE RESEARCH	167.26
10/09/13	WESTLAW ON-LINE RESEARCH	75.29
10/10/13	WESTLAW ON-LINE RESEARCH	30.67
10/10/13	WESTLAW ON-LINE RESEARCH	4.65
10/10/13	WESTLAW ON-LINE RESEARCH	28.27
10/10/13	WESTLAW ON-LINE RESEARCH	488.84
10/10/13	WESTLAW ON-LINE RESEARCH	54.81
10/10/13	WESTLAW ON-LINE RESEARCH	393.31
10/10/13	WESTLAW ON-LINE RESEARCH	13.60
10/10/13	WESTLAW ON-LINE RESEARCH	563.25
10/11/13	WESTLAW ON-LINE RESEARCH	141.67

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/11/13	WESTLAW ON-LINE RESEARCH	53.41
10/11/13	WESTLAW ON-LINE RESEARCH	81.59
10/11/13	WESTLAW ON-LINE RESEARCH	85.96
10/11/13	WESTLAW ON-LINE RESEARCH	1,187.27
10/11/13	WESTLAW ON-LINE RESEARCH	653.78
10/11/13	WESTLAW ON-LINE RESEARCH	1,897.18
10/12/13	WESTLAW ON-LINE RESEARCH	925.41
10/12/13	WESTLAW ON-LINE RESEARCH	185.41
10/12/13	WESTLAW ON-LINE RESEARCH	475.14
10/12/13	WESTLAW ON-LINE RESEARCH	20.04
10/13/13	WESTLAW ON-LINE RESEARCH	62.36
10/13/13	WESTLAW ON-LINE RESEARCH	377.98
10/13/13	WESTLAW ON-LINE RESEARCH	333.87
10/13/13	WESTLAW ON-LINE RESEARCH	436.24
10/14/13	WESTLAW ON-LINE RESEARCH	63.54
10/14/13	WESTLAW ON-LINE RESEARCH	26.02
10/14/13	WESTLAW ON-LINE RESEARCH	320.51
10/14/13	WESTLAW ON-LINE RESEARCH	204.79
10/15/13	WESTLAW ON-LINE RESEARCH	140.28
10/15/13	WESTLAW ON-LINE RESEARCH	76.65
10/15/13	WESTLAW ON-LINE RESEARCH	572.70
10/16/13	WESTLAW ON-LINE RESEARCH	13.96
10/16/13	WESTLAW ON-LINE RESEARCH	45.83
10/16/13	WESTLAW ON-LINE RESEARCH	96.69
10/16/13	WESTLAW ON-LINE RESEARCH	189.48
10/16/13	WESTLAW ON-LINE RESEARCH	17.24
10/16/13	WESTLAW ON-LINE RESEARCH	237.50
10/16/13	WESTLAW ON-LINE RESEARCH	152.28
10/16/13	WESTLAW ON-LINE RESEARCH	16.10
10/16/13	WESTLAW ON-LINE RESEARCH	31.84

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/16/13	WESTLAW ON-LINE RESEARCH	40.79
10/16/13	WESTLAW ON-LINE RESEARCH	177.28
10/16/13	WESTLAW ON-LINE RESEARCH	356.84
10/16/13	WESTLAW ON-LINE RESEARCH	67.73
10/16/13	WESTLAW ON-LINE RESEARCH	10.55
10/17/13	WESTLAW ON-LINE RESEARCH	28.27
10/17/13	WESTLAW ON-LINE RESEARCH	143.77
10/18/13	WESTLAW ON-LINE RESEARCH	135.41
10/18/13	WESTLAW ON-LINE RESEARCH	23.26
10/18/13	WESTLAW ON-LINE RESEARCH	78.80
10/19/13	WESTLAW ON-LINE RESEARCH	434.72
10/19/13	WESTLAW ON-LINE RESEARCH	13.60
10/19/13	WESTLAW ON-LINE RESEARCH	5.90
10/19/13	WESTLAW ON-LINE RESEARCH	34.71
10/19/13	WESTLAW ON-LINE RESEARCH	8.95
10/20/13	WESTLAW ON-LINE RESEARCH	63.49
10/20/13	WESTLAW ON-LINE RESEARCH	211.59
10/20/13	WESTLAW ON-LINE RESEARCH	153.91
10/20/13	WESTLAW ON-LINE RESEARCH	352.55
10/20/13	WESTLAW ON-LINE RESEARCH	951.58
10/21/13	WESTLAW ON-LINE RESEARCH	208.90
10/21/13	WESTLAW ON-LINE RESEARCH	145.64
10/21/13	WESTLAW ON-LINE RESEARCH	535.87
10/21/13	WESTLAW ON-LINE RESEARCH	27.01
10/21/13	WESTLAW ON-LINE RESEARCH	7.16
10/21/13	WESTLAW ON-LINE RESEARCH	163.10
10/21/13	WESTLAW ON-LINE RESEARCH	40.79
10/21/13	WESTLAW ON-LINE RESEARCH	13.60
10/21/13	WESTLAW ON-LINE RESEARCH	61.34
10/22/13	WESTLAW ON-LINE RESEARCH	7.16

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/22/13	WESTLAW ON-LINE RESEARCH	147.08
10/22/13	WESTLAW ON-LINE RESEARCH	13.60
10/22/13	WESTLAW ON-LINE RESEARCH	404.47
10/23/13	WESTLAW ON-LINE RESEARCH	82.66
10/23/13	WESTLAW ON-LINE RESEARCH	10.55
10/23/13	WESTLAW ON-LINE RESEARCH	72.73
10/23/13	WESTLAW ON-LINE RESEARCH	27.20
10/24/13	WESTLAW ON-LINE RESEARCH	13.60
10/24/13	WESTLAW ON-LINE RESEARCH	373.78
10/24/13	WESTLAW ON-LINE RESEARCH	27.91
10/24/13	WESTLAW ON-LINE RESEARCH	97.41
10/25/13	WESTLAW ON-LINE RESEARCH	153.30
10/25/13	WESTLAW ON-LINE RESEARCH	174.27
10/25/13	WESTLAW ON-LINE RESEARCH	13.60
10/25/13	WESTLAW ON-LINE RESEARCH	48.56
10/25/13	WESTLAW ON-LINE RESEARCH	26.84
10/25/13	WESTLAW ON-LINE RESEARCH	7.16
10/25/13	WESTLAW ON-LINE RESEARCH	89.02
10/26/13	WESTLAW ON-LINE RESEARCH	32.74
10/26/13	WESTLAW ON-LINE RESEARCH	369.87
10/27/13	WESTLAW ON-LINE RESEARCH	238.07
10/28/13	WESTLAW ON-LINE RESEARCH	9.66
10/28/13	WESTLAW ON-LINE RESEARCH	64.76
10/28/13	WESTLAW ON-LINE RESEARCH	63.59
10/29/13	WESTLAW ON-LINE RESEARCH	89.86
10/29/13	WESTLAW ON-LINE RESEARCH	106.83
10/29/13	WESTLAW ON-LINE RESEARCH	132.86
10/29/13	WESTLAW ON-LINE RESEARCH	77.90
10/29/13	WESTLAW ON-LINE RESEARCH	103.21
10/30/13	WESTLAW ON-LINE RESEARCH	466.05

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/30/13	WESTLAW ON-LINE RESEARCH	430.24
10/30/13	WESTLAW ON-LINE RESEARCH	13.60
10/30/13	WESTLAW ON-LINE RESEARCH	16.10
10/30/13	WESTLAW ON-LINE RESEARCH	7.16
10/30/13	WESTLAW ON-LINE RESEARCH	72.29
10/30/13	WESTLAW ON-LINE RESEARCH	187.88
10/30/13	WESTLAW ON-LINE RESEARCH	443.06
10/30/13	WESTLAW ON-LINE RESEARCH	228.52
10/30/13	WESTLAW ON-LINE RESEARCH	4.65
10/30/13	WESTLAW ON-LINE RESEARCH	380.20
10/30/13	WESTLAW ON-LINE RESEARCH	178.14
10/31/13	WESTLAW ON-LINE RESEARCH	4.65
10/31/13	WESTLAW ON-LINE RESEARCH	18.37
10/31/13	WESTLAW ON-LINE RESEARCH	26.12
10/31/13	WESTLAW ON-LINE RESEARCH	4.65
10/31/13	WESTLAW ON-LINE RESEARCH	55.11
10/31/13	WESTLAW ON-LINE RESEARCH	16.82
10/31/13	WESTLAW ON-LINE RESEARCH	<u>42.59</u>
	TOTAL WESTLAW ON-LINE RESEARCH	\$30,313.72

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/01/13	LEXIS/NEXIS ON-LINE RESEARCH	8.43
10/01/13	LEXIS/NEXIS ON-LINE RESEARCH	16.32
10/01/13	LEXIS/NEXIS ON-LINE RESEARCH	326.40
10/02/13	LEXIS/NEXIS ON-LINE RESEARCH	96.20
10/02/13	LEXIS/NEXIS ON-LINE RESEARCH	8.44
10/03/13	LEXIS/NEXIS ON-LINE RESEARCH	8.44
10/03/13	LEXIS/NEXIS ON-LINE RESEARCH	16.32
10/03/13	LEXIS/NEXIS ON-LINE RESEARCH	277.41
10/04/13	LEXIS/NEXIS ON-LINE RESEARCH	97.92
10/04/13	LEXIS/NEXIS ON-LINE RESEARCH	16.32

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/04/13	LEXIS/NEXIS ON-LINE RESEARCH	8.44
10/05/13	LEXIS/NEXIS ON-LINE RESEARCH	882.13
10/05/13	LEXIS/NEXIS ON-LINE RESEARCH	130.56
10/06/13	LEXIS/NEXIS ON-LINE RESEARCH	1,244.58
10/07/13	LEXIS/NEXIS ON-LINE RESEARCH	273.77
10/07/13	LEXIS/NEXIS ON-LINE RESEARCH	8.43
10/07/13	LEXIS/NEXIS ON-LINE RESEARCH	314.36
10/07/13	LEXIS/NEXIS ON-LINE RESEARCH	170.07
10/09/13	LEXIS/NEXIS ON-LINE RESEARCH	60.12
10/09/13	LEXIS/NEXIS ON-LINE RESEARCH	16.32
10/10/13	LEXIS/NEXIS ON-LINE RESEARCH	25.77
10/11/13	LEXIS/NEXIS ON-LINE RESEARCH	2.30
10/11/13	LEXIS/NEXIS ON-LINE RESEARCH	195.84
10/12/13	LEXIS/NEXIS ON-LINE RESEARCH	293.76
10/13/13	LEXIS/NEXIS ON-LINE RESEARCH	66.15
10/14/13	LEXIS/NEXIS ON-LINE RESEARCH	438.93
10/16/13	LEXIS/NEXIS ON-LINE RESEARCH	97.91
10/16/13	LEXIS/NEXIS ON-LINE RESEARCH	228.50
10/16/13	LEXIS/NEXIS ON-LINE RESEARCH	16.25
10/17/13	LEXIS/NEXIS ON-LINE RESEARCH	77.32
10/17/13	LEXIS/NEXIS ON-LINE RESEARCH	146.89
10/18/13	LEXIS/NEXIS ON-LINE RESEARCH	115.96
10/18/13	LEXIS/NEXIS ON-LINE RESEARCH	81.59
10/20/13	LEXIS/NEXIS ON-LINE RESEARCH	25.76
10/21/13	LEXIS/NEXIS ON-LINE RESEARCH	90.19
10/21/13	LEXIS/NEXIS ON-LINE RESEARCH	122.03
10/22/13	LEXIS/NEXIS ON-LINE RESEARCH	16.32
10/22/13	LEXIS/NEXIS ON-LINE RESEARCH	522.01
10/22/13	LEXIS/NEXIS ON-LINE RESEARCH	144.32
10/23/13	LEXIS/NEXIS ON-LINE RESEARCH	32.42

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/23/13	LEXIS/NEXIS ON-LINE RESEARCH	32.62
10/23/13	LEXIS/NEXIS ON-LINE RESEARCH	207.86
10/24/13	LEXIS/NEXIS ON-LINE RESEARCH	322.09
10/24/13	LEXIS/NEXIS ON-LINE RESEARCH	673.40
10/24/13	LEXIS/NEXIS ON-LINE RESEARCH	16.31
10/25/13	LEXIS/NEXIS ON-LINE RESEARCH	114.26
10/25/13	LEXIS/NEXIS ON-LINE RESEARCH	231.90
10/26/13	LEXIS/NEXIS ON-LINE RESEARCH	378.59
10/26/13	LEXIS/NEXIS ON-LINE RESEARCH	476.72
10/27/13	LEXIS/NEXIS ON-LINE RESEARCH	145.16
10/27/13	LEXIS/NEXIS ON-LINE RESEARCH	853.34
10/28/13	LEXIS/NEXIS ON-LINE RESEARCH	206.60
10/28/13	LEXIS/NEXIS ON-LINE RESEARCH	12.88
10/29/13	LEXIS/NEXIS ON-LINE RESEARCH	261.11
10/29/13	LEXIS/NEXIS ON-LINE RESEARCH	81.61
10/29/13	LEXIS/NEXIS ON-LINE RESEARCH	669.10
10/30/13	LEXIS/NEXIS ON-LINE RESEARCH	505.93
10/30/13	LEXIS/NEXIS ON-LINE RESEARCH	212.17
10/31/13	LEXIS/NEXIS ON-LINE RESEARCH	<u>689.28</u>
	TOTAL LEXIS/NEXIS ON-LINE RESEARCH	\$12,812.13

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/08/13	MESSENGER/COURIER – FEDEX	25.28
10/17/13	MESSENGER/COURIER – FEDEX	17.08
10/18/13	MESSENGER/COURIER – FEDEX	29.92
10/25/13	MESSENGER/COURIER – FEDEX	<u>39.28</u>
	TOTAL MESSENGER/COURIER	\$111.56

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/30/13	CAR SERVICE/CAB FARES – N. ALLARD	8.90
09/30/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/01/13	CAR SERVICE/CAB FARES – A. DIENSTAG	50.00
10/01/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
10/01/13	CAR SERVICE/CAB FARES – A. MILLER	11.90
10/01/13	CAR SERVICE/CAB FARES – B. HERZOG	50.00
10/01/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
10/01/13	CAR SERVICE/CAB FARES – C. ARCHER	50.00
10/01/13	CAR SERVICE/CAB FARES – E. FREJKA	16.00
10/01/13	CAR SERVICE/CAB FARES – J. BESSONETTE	11.00
10/01/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/01/13	CAR SERVICE/CAB FARES – R. RINGER	9.50
10/01/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/02/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
10/02/13	CAR SERVICE/CAB FARES – A. MILLER	12.50
10/02/13	CAR SERVICE/CAB FARES – D. BLABEY	10.80
10/02/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
10/02/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/02/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
10/02/13	CAR SERVICE/CAB FARES – R. RINGER	10.70
10/03/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
10/03/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
10/03/13	CAR SERVICE/CAB FARES – R. RINGER	9.60
10/05/13	CAR SERVICE/CAB FARES – Y. CHERNYAK	7.70
10/06/13	CAR SERVICE/CAB FARES – A. SIKES	50.00
10/06/13	CAR SERVICE/CAB FARES – J. BESSONETTE	9.50
10/07/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
10/07/13	CAR SERVICE/CAB FARES – A. SIKES	50.00
10/07/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
10/07/13	CAR SERVICE/CAB FARES – C. SIEGEL	50.00
10/07/13	CAR SERVICE/CAB FARES – E. FREJKA	9.50
10/07/13	CAR SERVICE/CAB FARES – J. BESSONETTE	12.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/07/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/07/13	CAR SERVICE/CAB FARES – K. ECKSTEIN	29.94
10/07/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
10/07/13	CAR SERVICE/CAB FARES – P. BENTLEY	28.00
10/07/13	CAR SERVICE/CAB FARES – R. PHILLIP	41.90
10/07/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/08/13	CAR SERVICE/CAB FARES – A. SIKES	50.00
10/08/13	CAR SERVICE/CAB FARES – B. HERZOG	50.00
10/08/13	CAR SERVICE/CAB FARES – B. O'NEILL	50.00
10/08/13	CAR SERVICE/CAB FARES – C. ARCHER	50.00
10/08/13	CAR SERVICE/CAB FARES – C. SIEGEL	47.68
10/08/13	CAR SERVICE/CAB FARES – D. BESSNER	50.00
10/08/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
10/08/13	CAR SERVICE/CAB FARES – E. FREJKA	10.50
10/08/13	CAR SERVICE/CAB FARES – E. LINTZ	32.00
10/08/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/08/13	CAR SERVICE/CAB FARES – N. ALLARD	9.50
10/08/13	CAR SERVICE/CAB FARES – R. PHILLIP	50.00
10/08/13	CAR SERVICE/CAB FARES – R. RINGER	11.30
10/08/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/09/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
10/09/13	CAR SERVICE/CAB FARES – A. SIKES	50.00
10/09/13	CAR SERVICE/CAB FARES – B. HERZOG	50.00
10/09/13	CAR SERVICE/CAB FARES – C. ARCHER	50.00
10/09/13	CAR SERVICE/CAB FARES – E. FREJKA	11.00
10/09/13	CAR SERVICE/CAB FARES – J. BESSONETTE	11.00
10/09/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/09/13	CAR SERVICE/CAB FARES – K. DENK	11.05
10/09/13	CAR SERVICE/CAB FARES – N. ALLARD	8.00
10/09/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/09/13	CAR SERVICE/CAB FARES – P. BENTLEY	30.00
10/09/13	CAR SERVICE/CAB FARES – R. PHILLIP	50.00
10/09/13	CAR SERVICE/CAB FARES – R. RINGER	11.40
10/09/13	CAR SERVICE/CAB FARES – S. CIPOLLA	50.00
10/09/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/09/13	CAR SERVICE/CAB FARES – Y. CHERNYAK	9.50
10/10/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
10/10/13	CAR SERVICE/CAB FARES – A. SIKES	38.99
10/10/13	CAR SERVICE/CAB FARES – B. O'NEILL	50.00
10/10/13	CAR SERVICE/CAB FARES – C. ARCHER	50.00
10/10/13	CAR SERVICE/CAB FARES – C. SIEGEL	47.68
10/10/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
10/10/13	CAR SERVICE/CAB FARES – J. BESSONETTE	9.00
10/10/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/10/13	CAR SERVICE/CAB FARES – P. BENTLEY	24.00
10/10/13	CAR SERVICE/CAB FARES – R. PHILLIP	50.00
10/10/13	CAR SERVICE/CAB FARES – R. RINGER	9.50
10/10/13	CAR SERVICE/CAB FARES – S. CIPOLLA	50.00
10/10/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/11/13	CAR SERVICE/CAB FARES – A. DOVE	47.90
10/11/13	CAR SERVICE/CAB FARES – A. MILLER	12.00
10/11/13	CAR SERVICE/CAB FARES – A. SIKES	38.99
10/11/13	CAR SERVICE/CAB FARES – E. FREJKA	10.50
10/11/13	CAR SERVICE/CAB FARES – N. ALLARD	10.20
10/11/13	CAR SERVICE/CAB FARES – R. RINGER	9.00
10/12/13	CAR SERVICE/CAB FARES – G. HOROWITZ	50.00
10/13/13	CAR SERVICE/CAB FARES – C. SIEGEL	29.00
10/13/13	CAR SERVICE/CAB FARES – D. BLABEY	5.90
10/13/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/13/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/13/13	CAR SERVICE/CAB FARES – S. CIPOLLA	50.00
10/14/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
10/14/13	CAR SERVICE/CAB FARES – A. SIKES	29.94
10/14/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
10/14/13	CAR SERVICE/CAB FARES – C. SIEGEL	47.68
10/14/13	CAR SERVICE/CAB FARES – D. BLABEY	9.60
10/14/13	CAR SERVICE/CAB FARES – D. MANNAL	50.00
10/14/13	CAR SERVICE/CAB FARES – E. FREJKA	13.00
10/14/13	CAR SERVICE/CAB FARES – G. HOROWITZ	50.00
10/14/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/14/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
10/14/13	CAR SERVICE/CAB FARES – R. PHILLIP	50.00
10/14/13	CAR SERVICE/CAB FARES – R. RINGER	9.50
10/15/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
10/15/13	CAR SERVICE/CAB FARES – A. MILLER	11.30
10/15/13	CAR SERVICE/CAB FARES – C. SIEGEL	50.00
10/15/13	CAR SERVICE/CAB FARES – A. SIKES	38.99
10/15/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
10/15/13	CAR SERVICE/CAB FARES – D. BLABEY	8.40
10/15/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
10/15/13	CAR SERVICE/CAB FARES – D. MANNAL	50.00
10/15/13	CAR SERVICE/CAB FARES – E. FREJKA	16.00
10/15/13	CAR SERVICE/CAB FARES – E. LINTZ	39.00
10/15/13	CAR SERVICE/CAB FARES – K. DENK	10.50
10/15/13	CAR SERVICE/CAB FARES – N. ALLARD	9.00
10/15/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
10/15/13	CAR SERVICE/CAB FARES – R. PHILLIP	34.70
10/15/13	CAR SERVICE/CAB FARES – R. RINGER	9.50
10/15/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/16/13	CAR SERVICE/CAB FARES – A. DOVE	50.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/16/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
10/16/13	CAR SERVICE/CAB FARES – A. MILLER	12.00
10/16/13	CAR SERVICE/CAB FARES – A. SIKES	50.00
10/16/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
10/16/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
10/16/13	CAR SERVICE/CAB FARES – E. FREJKA	13.00
10/16/13	CAR SERVICE/CAB FARES – E. LINTZ	34.00
10/16/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/16/13	CAR SERVICE/CAB FARES – P. BENTLEY	25.00
10/16/13	CAR SERVICE/CAB FARES – S. CIPOLLA	50.00
10/16/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/17/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
10/17/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
10/17/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
10/17/13	CAR SERVICE/CAB FARES – D. MANNAL	50.00
10/17/13	CAR SERVICE/CAB FARES – E. FREJKA	17.00
10/17/13	CAR SERVICE/CAB FARES – R. RINGER	9.50
10/17/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/18/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
10/18/13	CAR SERVICE/CAB FARES – J. BESSONETTE	11.00
10/18/13	CAR SERVICE/CAB FARES – Y. CHERNYAK	12.00
10/19/13	CAR SERVICE/CAB FARES – A. MILLER	13.75
10/19/13	CAR SERVICE/CAB FARES – G. HOROWITZ	50.00
10/19/13	CAR SERVICE/CAB FARES – R. RINGER	9.60
10/20/13	CAR SERVICE/CAB FARES – A. MILLER	13.20
10/20/13	CAR SERVICE/CAB FARES – A. SIKES	50.00
10/20/13	CAR SERVICE/CAB FARES – C. SIEGEL	47.68
10/20/13	CAR SERVICE/CAB FARES – D. BLABEY	7.10
10/20/13	CAR SERVICE/CAB FARES – E. LINTZ	28.00
10/20/13	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/20/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
10/20/13	CAR SERVICE/CAB FARES – R. PHILLIP	50.00
10/21/13	CAR SERVICE/CAB FARES – A. MILLER	12.60
10/21/13	CAR SERVICE/CAB FARES – A. SIKES	50.00
10/21/13	CAR SERVICE/CAB FARES – C. SIEGEL	47.68
10/21/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
10/21/13	CAR SERVICE/CAB FARES – E. FREJKA	10.00
10/21/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/21/13	CAR SERVICE/CAB FARES – N. FOLEY	50.00
10/21/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
10/21/13	CAR SERVICE/CAB FARES – P. BENTLEY	13.00
10/21/13	CAR SERVICE/CAB FARES – R. PHILLIP	50.00
10/21/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/22/13	CAR SERVICE/CAB FARES – A. CIPOLLA	50.00
10/22/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
10/22/13	CAR SERVICE/CAB FARES – A. MILLER	27.72
10/22/13	CAR SERVICE/CAB FARES – A. SIKES	50.00
10/22/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
10/22/13	CAR SERVICE/CAB FARES – D. BESSNER	49.90
10/22/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/22/13	CAR SERVICE/CAB FARES – N. ALLARD	9.00
10/22/13	CAR SERVICE/CAB FARES – N. FOLEY	47.68
10/22/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
10/22/13	CAR SERVICE/CAB FARES – P. BENTLEY	30.00
10/22/13	CAR SERVICE/CAB FARES – R. PHILLIP	50.00
10/22/13	CAR SERVICE/CAB FARES – R. RINGER	10.70
10/22/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/23/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
10/23/13	CAR SERVICE/CAB FARES – A. SIKES	50.00
10/23/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/23/13	CAR SERVICE/CAB FARES – E. FREJKA	11.00
10/23/13	CAR SERVICE/CAB FARES – E. LINTZ	36.00
10/23/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/23/13	CAR SERVICE/CAB FARES – K. ECKSTEIN	26.61
10/23/13	CAR SERVICE/CAB FARES – P. BENTLEY	25.00
10/23/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/24/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
10/24/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
10/24/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
10/24/13	CAR SERVICE/CAB FARES – D. MANNAL	50.00
10/24/13	CAR SERVICE/CAB FARES – E. FREJKA	13.00
10/24/13	CAR SERVICE/CAB FARES – G. HOROWITZ	50.00
10/24/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/24/13	CAR SERVICE/CAB FARES – J. TAYLOR	28.50
10/24/13	CAR SERVICE/CAB FARES – M. GUCCION	8.45
10/24/13	CAR SERVICE/CAB FARES – N. ALLARD	11.40
10/24/13	CAR SERVICE/CAB FARES – R. PHILLIP	38.40
10/24/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/25/13	CAR SERVICE/CAB FARES – G. HOROWITZ	50.00
10/25/13	CAR SERVICE/CAB FARES – J. TAYLOR	26.00
10/25/13	CAR SERVICE/CAB FARES – R. RINGER	7.20
10/26/13	CAR SERVICE/CAB FARES – D. BLABEY	6.50
10/27/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/27/13	CAR SERVICE/CAB FARES – N. ALLARD	7.20
10/27/13	CAR SERVICE/CAB FARES – R. RINGER	9.50
10/28/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
10/28/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
10/28/13	CAR SERVICE/CAB FARES – D. BLABEY	8.30
10/28/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
10/28/13	CAR SERVICE/CAB FARES – E. FREJKA	11.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/28/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/28/13	CAR SERVICE/CAB FARES – N. ALLARD	8.90
10/28/13	CAR SERVICE/CAB FARES – R. RINGER	10.80
10/29/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
10/29/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
10/29/13	CAR SERVICE/CAB FARES – C. SIEGEL	6.00
10/29/13	CAR SERVICE/CAB FARES – D. BLABEY	8.40
10/29/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
10/29/13	CAR SERVICE/CAB FARES – E. FREJKA	15.00
10/29/13	CAR SERVICE/CAB FARES – J. BESSONETTE	12.50
10/29/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
10/29/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/30/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
10/30/13	CAR SERVICE/CAB FARES – B. BECKER	50.00
10/30/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
10/30/13	CAR SERVICE/CAB FARES – D. BLABEY	10.80
10/30/13	CAR SERVICE/CAB FARES – G. HOROWITZ	50.00
10/30/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/30/13	CAR SERVICE/CAB FARES – N. ALLARD	8.90
10/30/13	CAR SERVICE/CAB FARES – R. RINGER	10.80
10/30/13	CAR SERVICE/CAB FARES – S. GRIBBON	50.00
10/30/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/31/13	CAR SERVICE/CAB FARES – A. SIKES	38.99
10/31/13	CAR SERVICE/CAB FARES – C. SIEGEL	47.68
10/31/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
10/31/13	CAR SERVICE/CAB FARES – E. FREJKA	14.00
10/31/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/31/13	CAR SERVICE/CAB FARES – N. ALLARD	8.40
10/31/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
10/31/13	CAR SERVICE/CAB FARES – R. PHILLIP	50.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/31/13	CAR SERVICE/CAB FARES – S. SCHMIDT	14.80
10/31/13	CAR SERVICE/CAB FARES – S. ZIDE	<u>50.00</u>
	TOTAL CAR SERVICE/CAB FARES	\$8,773.78

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/01/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
10/01/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/01/13	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
10/01/13	OVERTIME MEALS/IN-HOUSE – P. FARBER	20.00
10/01/13	OVERTIME MEALS/IN-HOUSE – Y. CHERNYAK	20.00
10/02/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
10/02/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
10/03/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
10/03/13	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
10/03/13	OVERTIME MEALS/IN-HOUSE – M. GUCCION	20.00
10/03/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
10/03/13	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
10/03/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
10/04/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
10/04/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
10/05/13	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
10/05/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/05/13	OVERTIME MEALS/IN-HOUSE – G. HOROWITZ	20.00
10/05/13	OVERTIME MEALS/IN-HOUSE – Y. CHERNYAK	16.55
10/06/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
10/06/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/06/13	OVERTIME MEALS/IN-HOUSE – G. HOROWITZ	17.98
10/06/13	OVERTIME MEALS/IN-HOUSE – R. PHILLIP	15.37
10/06/13	OVERTIME MEALS/IN-HOUSE – Y. CHERNYAK	20.00
10/07/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
10/07/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/07/13	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
10/07/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/07/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
10/07/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/07/13	OVERTIME MEALS/IN-HOUSE – M. GUCCION	20.00
10/07/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
10/07/13	OVERTIME MEALS/IN-HOUSE – R. PHILLIP	20.00
10/07/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
10/07/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
10/07/13	OVERTIME MEALS/IN-HOUSE – Y. CHERNYAK	20.00
10/08/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
10/08/13	OVERTIME MEALS/IN-HOUSE – C. ARCHER	20.00
10/08/13	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
10/08/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	20.00
10/08/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/08/13	OVERTIME MEALS/IN-HOUSE – D. EGGERMANN	20.00
10/08/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
10/08/13	OVERTIME MEALS/IN-HOUSE – E. FREJKA	20.00
10/08/13	OVERTIME MEALS/IN-HOUSE – E. LINTZ	20.00
10/08/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/08/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
10/08/13	OVERTIME MEALS/IN-HOUSE – N. HAMERAMN	20.00
10/08/13	OVERTIME MEALS/IN-HOUSE – R. PHILLIP	20.00
10/08/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
10/08/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
10/08/13	OVERTIME MEALS/IN-HOUSE – Y. CHERNYAK	20.00
10/09/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
10/09/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
10/09/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
10/09/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/09/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	18.18
10/09/13	OVERTIME MEALS/IN-HOUSE – P. BENTLEY	20.00
10/09/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	18.16
10/09/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
10/10/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
10/10/13	OVERTIME MEALS/IN-HOUSE – A. MILLER	19.33
10/10/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
10/10/13	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
10/10/13	OVERTIME MEALS/IN-HOUSE – E. FREJKA	20.00
10/10/13	OVERTIME MEALS/IN-HOUSE – G. HOROWITZ	20.00
10/10/13	OVERTIME MEALS/IN-HOUSE – J. BESSONETTE	20.00
10/10/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/10/13	OVERTIME MEALS/IN-HOUSE – P. BENTLEY	20.00
10/10/13	OVERTIME MEALS/IN-HOUSE – R. PHILLIP	20.00
10/11/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
10/11/13	OVERTIME MEALS/IN-HOUSE – C. ARCHER	20.00
10/11/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	14.69
10/11/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	14.69
10/12/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	9.04
10/12/13	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
10/12/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/12/13	OVERTIME MEALS/IN-HOUSE – G. HOROWITZ	20.00
10/12/13	OVERTIME MEALS/IN-HOUSE – P. FARBER	20.00
10/12/13	OVERTIME MEALS/IN-HOUSE – Y. CHERNYAK	20.00
10/13/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
10/13/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/13/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/13/13	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
10/13/13	OVERTIME MEALS/IN-HOUSE – Y. CHERNYAK	12.50
10/14/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/14/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
10/14/13	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
10/14/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
10/14/13	OVERTIME MEALS/IN-HOUSE – B. O'NEILL	20.00
10/14/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	20.00
10/14/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
10/14/13	OVERTIME MEALS/IN-HOUSE – E. FREJKA	13.55
10/14/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/14/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
10/14/13	OVERTIME MEALS/IN-HOUSE – R. PHILLIP	20.00
10/14/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
10/15/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
10/15/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
10/15/13	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
10/15/13	OVERTIME MEALS/IN-HOUSE – B. O'NEILL	20.00
10/15/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	7.60
10/15/13	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
10/15/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	10.34
10/15/13	OVERTIME MEALS/IN-HOUSE – R. PHILLIP	20.00
10/16/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
10/16/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
10/16/13	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
10/16/13	OVERTIME MEALS/IN-HOUSE – B. O'NEILL	20.00
10/16/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/16/13	OVERTIME MEALS/IN-HOUSE – D. EGGERMANN	20.00
10/16/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
10/16/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/16/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
10/16/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
10/17/13	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/17/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	5.57
10/17/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/17/13	OVERTIME MEALS/IN-HOUSE – D. EGGERMANN	20.00
10/17/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
10/17/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
10/17/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
10/18/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
10/18/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
10/19/13	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
10/19/13	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
10/19/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/19/13	OVERTIME MEALS/IN-HOUSE – G. HOROWITZ	17.98
10/19/13	OVERTIME MEALS/IN-HOUSE – R. PHILLIP	20.00
10/20/13	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	19.54
10/20/13	OVERTIME MEALS/IN-HOUSE – R. PHILLIP	20.00
10/21/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
10/21/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
10/21/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	19.15
10/21/13	OVERTIME MEALS/IN-HOUSE – B. O'NEILL	20.00
10/21/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/21/13	OVERTIME MEALS/IN-HOUSE – D. EGGERMANN	20.00
10/21/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
10/21/13	OVERTIME MEALS/IN-HOUSE – E. FREJKA	13.55
10/21/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
10/21/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
10/22/13	OVERTIME MEALS/IN-HOUSE – A. CHOUPROUTA	20.00
10/22/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
10/22/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
10/22/13	OVERTIME MEALS/IN-HOUSE – A. STACKPOOLE	20.00
10/22/13	OVERTIME MEALS/IN-HOUSE – B. O'NEILL	20.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/22/13	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
10/22/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	20.00
10/22/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/22/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
10/22/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/22/13	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
10/22/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
10/22/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
10/22/13	OVERTIME MEALS/IN-HOUSE – Y. CHERNYAK	20.00
10/23/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
10/23/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
10/23/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	15.46
10/23/13	OVERTIME MEALS/IN-HOUSE – B. O'NEILL	20.00
10/23/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	20.00
10/23/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/23/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
10/23/13	OVERTIME MEALS/IN-HOUSE – P. BENTLEY	20.00
10/23/13	OVERTIME MEALS/IN-HOUSE – Y. CHERNYAK	20.00
10/24/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
10/24/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	8.60
10/24/13	OVERTIME MEALS/IN-HOUSE – D. EGGERMANN	20.00
10/24/13	OVERTIME MEALS/IN-HOUSE – E. FREJKA	13.55
10/24/13	OVERTIME MEALS/IN-HOUSE – M. GUCCION	19.30
10/24/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	19.31
10/25/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	19.98
10/26/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/26/13	OVERTIME MEALS/IN-HOUSE – Y. CHERNYAK	19.95
10/27/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	9.00
10/27/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/27/13	OVERTIME MEALS/IN-HOUSE – Y. CHERNYAK	20.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/28/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	17.47
10/28/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
10/28/13	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
10/28/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/28/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	17.48
10/28/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/28/13	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
10/29/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
10/29/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
10/29/13	OVERTIME MEALS/IN-HOUSE – B. O'NEILL	20.00
10/29/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	20.00
10/29/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/29/13	OVERTIME MEALS/IN-HOUSE – D. EGGERMANN	20.00
10/29/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
10/29/13	OVERTIME MEALS/IN-HOUSE – E. FREJKA	20.00
10/29/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/29/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
10/29/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
10/29/13	OVERTIME MEALS/IN-HOUSE – S. GRIBBON	20.00
10/29/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
10/30/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
10/30/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
10/30/13	OVERTIME MEALS/IN-HOUSE – B. O'NEILL	20.00
10/30/13	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
10/30/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/30/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
10/30/13	OVERTIME MEALS/IN-HOUSE – G. HOROWITZ	20.00
10/30/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/30/13	OVERTIME MEALS/IN-HOUSE – M. GUCCION	20.00
10/30/13	OVERTIME MEALS/IN-HOUSE – M. HAMERMAN	20.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/30/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
10/30/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
10/30/13	OVERTIME MEALS/IN-HOUSE – S. GRIBBON	20.00
10/30/13	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
10/30/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
10/30/13	OVERTIME MEALS/IN-HOUSE – Y. CHERNYAK	20.00
10/31/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
10/31/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
10/31/13	OVERTIME MEALS/IN-HOUSE – B. BECKER	20.00
10/31/13	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
10/31/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	20.00
10/31/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/31/13	OVERTIME MEALS/IN-HOUSE – D. EGGERMANN	20.00
10/31/13	OVERTIME MEALS/IN-HOUSE – E. LINTZ	20.00
10/31/13	OVERTIME MEALS/IN-HOUSE – G. HOROWITZ	18.49
10/31/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/31/13	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
10/31/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
10/31/13	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
10/31/13	OVERTIME MEALS/IN-HOUSE – R. PHILLIP	20.00
10/31/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
10/31/13	OVERTIME MEALS/IN-HOUSE – S. GRIBBON	20.00
10/31/13	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
10/31/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	<u>20.00</u>
	TOTAL OVERTIME MEALS/IN-HOUSE	\$4,462.36

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/16/13	OUT-OF-TOWN TRAVEL – B. O’NEILL – FLIGHT (Deposition)	<u>791.47</u>
	TOTAL OUT-OF-TOWN TRAVEL	\$791.47

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/20/13	OVERTIME HOTEL – G. HOROWITZ (3 NIGHTS)	<u>150.00</u>
	TOTAL OVERTIME HOTEL	\$150.00

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/01/13	DOCUMENT RETRIEVAL FEES	0.57
10/02/13	DOCUMENT RETRIEVAL FEES	0.57
10/02/13	DOCUMENT RETRIEVAL FEES	0.98
10/02/13	DOCUMENT RETRIEVAL FEES	0.78
10/02/13	DOCUMENT RETRIEVAL FEES	8.33
10/03/13	DOCUMENT RETRIEVAL FEES	0.57
10/04/13	DOCUMENT RETRIEVAL FEES	0.57
10/07/13	DOCUMENT RETRIEVAL FEES	0.57
10/08/13	DOCUMENT RETRIEVAL FEES	0.57
10/09/13	DOCUMENT RETRIEVAL FEES	0.57
10/10/13	DOCUMENT RETRIEVAL FEES	0.57
10/10/13	DOCUMENT RETRIEVAL FEES	0.48
10/11/13	DOCUMENT RETRIEVAL FEES	0.57
10/14/13	DOCUMENT RETRIEVAL FEES	0.65
10/14/13	DOCUMENT RETRIEVAL FEES	0.55
10/15/13	DOCUMENT RETRIEVAL FEES	0.65
10/16/13	DOCUMENT RETRIEVAL FEES	0.65
10/17/13	DOCUMENT RETRIEVAL FEES	0.65
10/18/13	DOCUMENT RETRIEVAL FEES	0.65
10/21/13	DOCUMENT RETRIEVAL FEES	54.44
10/21/13	DOCUMENT RETRIEVAL FEES	0.65
10/21/13	DOCUMENT RETRIEVAL FEES	317.65
10/21/13	DOCUMENT RETRIEVAL FEES	0.55
10/21/13	DOCUMENT RETRIEVAL FEES	217.75
10/22/13	DOCUMENT RETRIEVAL FEES	0.65
10/23/13	DOCUMENT RETRIEVAL FEES	0.65

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/24/13	DOCUMENT RETRIEVAL FEES	0.65
10/24/13	DOCUMENT RETRIEVAL FEES	347.31
10/25/13	DOCUMENT RETRIEVAL FEES	0.65
10/28/13	DOCUMENT RETRIEVAL FEES	0.65
10/28/13	DOCUMENT RETRIEVAL FEES	0.55
10/29/13	DOCUMENT RETRIEVAL FEES	0.65
10/30/13	DOCUMENT RETRIEVAL FEES	0.65
10/31/13	DOCUMENT RETRIEVAL FEES	<u>0.65</u>
	TOTAL DOCUMENT RETRIEVAL FEES	\$963.60

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/31/13	BLOOMBERG LAW RETRIEVAL FEES	10.55
10/31/13	BLOOMBERG LAW RETRIEVAL FEES	1.20
10/31/13	BLOOMBERG LAW RETRIEVAL FEES	1.63
10/31/13	BLOOMBERG LAW RETRIEVAL FEES	5.11
10/31/13	BLOOMBERG LAW RETRIEVAL FEES	0.98
10/31/13	BLOOMBERG LAW RETRIEVAL FEES	43.40
10/31/13	BLOOMBERG LAW RETRIEVAL FEES	6.42
10/31/13	BLOOMBERG LAW RETRIEVAL FEES	<u>24.58</u>
	TOTAL BLOOMBERG LAW RETRIEVAL FEES	\$93.87

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
08/22/13	TRANSCRIPT FEES	175.20
09/12/13	TRANSCRIPT FEES	64.80
09/25/13	TRANSCRIPT FEES	433.05
10/02/13	TRANSCRIPT FEES – DEPOSITION OF J. GADSEN	1,226.58
10/03/13	TRANSCRIPT FEES – DEPOSITION OF M. RENZI	977.19
10/03/13	TRANSCRIPT FEES	42.00
10/04/13	TRANSCRIPT FEES – DEPOSITION OF T. FARLEY	1,836.89
10/07/13	TRANSCRIPT FEES	1,187.52
10/08/13	TRANSCRIPT FEES – DEPOSITION OF M. PUNTAS	2,640.52

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/09/13	TRANSCRIPT FEES – DEPOSITION OF J. FINNERTY	2,249.39
10/14/13	TRANSCRIPT FEES	242.40
10/14/13	TRANSCRIPT FEES	42.00
10/15/13	TRANSCRIPT FEES – DEPOSITION OF B. WESTMAN	1,707.97
10/16/13	TRANSCRIPT FEES	1,666.93
10/16/13	TRANSCRIPT FEES	3,353.94
10/16/13	TRANSCRIPT FEES	2,787.50
10/17/13	TRANSCRIPT FEES – DEPOSITION OF C. DONDZILA	1,941.60
10/18/13	TRANSCRIPT FEES – DEPOSITION OF W. MARX	439.17
10/18/13	TRANSCRIPT FEES – DEPOSITION OF T. HAMZEHPUR	319.59
10/18/13	TRANSCRIPT FEES	2,250.40
10/18/13	TRANSCRIPT FEES	2,851.80
10/18/13	TRANSCRIPT FEES	2,822.70
10/22/13	TRANSCRIPT FEES	2,958.50
10/23/13	TRANSCRIPT FEES	1,254.78
10/23/13	TRANSCRIPT FEES	1,492.98
10/23/13	TRANSCRIPT FEES	2,361.08
10/24/13	TRANSCRIPT FEES	264.60
10/24/13	TRANSCRIPT FEES	208.80
10/24/13	TRANSCRIPT FEES	2,677.20
10/24/13	TRANSCRIPT FEES	2,828.80
10/24/13	TRANSCRIPT FEES	261.90
10/24/13	TRANSCRIPT FEES	274.50
10/24/13	TRANSCRIPT FEES	248.40
10/25/13	TRANSCRIPT FEES	1,707.97
10/30/13	TRANSCRIPT FEES	1,090.50
10/30/13	TRANSCRIPT FEES – DEPOSITION OF M. LANDY	<u>828.66</u>
	TOTAL TRANSCRIPT FEES	\$49,717.81

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
08/21/13	MEETINGS	160.00
10/01/13	MEETINGS	120.00
10/01/13	MEETINGS	60.00
10/01/13	MEETINGS	235.45
10/01/13	MEETINGS	120.00
10/01/13	MEETINGS	229.86
10/01/13	MEETINGS	153.90
10/02/13	MEETINGS	120.00
10/02/13	MEETINGS	1,100.00
10/02/13	MEETINGS	100.00
10/02/13	MEETINGS	591.21
10/02/13	MEETINGS	140.00
10/03/13	MEETINGS	136.84
10/03/13	MEETINGS	48.42
10/03/13	MEETINGS	118.77
10/04/13	MEETINGS	78.20
10/04/13	MEETINGS	300.00
10/07/13	MEETINGS	56.82
10/07/13	MEETINGS	56.82
10/07/13	MEETINGS	113.65
10/08/13	MEETINGS	260.00
10/08/13	MEETINGS	100.00
10/08/13	MEETINGS	160.00
10/08/13	MEETINGS	160.00
10/08/13	MEETINGS	240.00
10/09/13	MEETINGS	400.00
10/09/13	MEETINGS	13.78
10/09/13	MEETINGS	20.00
10/09/13	MEETINGS	20.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/09/13	MEETINGS	78.61
10/09/13	MEETINGS	120.00
10/09/13	MEETINGS	35.79
10/09/13	MEETINGS	196.01
10/10/13	MEETINGS	200.00
10/10/13	MEETINGS	107.17
10/10/13	MEETINGS	107.17
10/10/13	MEETINGS	8.80
10/10/13	MEETINGS	160.00
10/10/13	MEETINGS	160.00
10/10/13	MEETINGS	160.00
10/10/13	MEETINGS	160.00
10/11/13	MEETINGS	160.00
10/11/13	MEETINGS	160.00
10/11/13	MEETINGS	276.01
10/11/13	MEETINGS	69.79
10/11/13	MEETINGS	174.48
10/14/13	MEETINGS	250.89
10/14/13	MEETINGS	52.81
10/14/13	MEETINGS	105.56
10/14/13	MEETINGS	285.67
10/14/13	MEETINGS	116.15
10/15/13	MEETINGS	129.67
10/15/13	MEETINGS	400.00
10/15/13	MEETINGS	80.16
10/15/13	MEETINGS	116.32
10/15/13	MEETINGS	133.46
10/16/13	MEETINGS	400.00
10/16/13	MEETINGS	60.00
10/16/13	MEETINGS	80.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/16/13	MEETINGS	228.16
10/16/13	MEETINGS	116.32
10/16/13	MEETINGS	169.83
10/16/13	MEETINGS	80.16
10/16/13	MEETINGS	152.42
10/16/13	MEETINGS	240.00
10/17/13	MEETINGS	200.00
10/17/13	MEETINGS	240.00
10/17/13	MEETINGS	240.00
10/17/13	MEETINGS	80.00
10/17/13	MEETINGS	116.32
10/17/13	MEETINGS	153.29
10/17/13	MEETINGS	469.56
10/18/13	MEETINGS	80.00
10/18/13	MEETINGS	58.16
10/19/13	MEETINGS	240.00
10/20/13	MEETINGS	300.00
10/20/13	MEETINGS	100.00
10/20/13	MEETINGS	120.00
10/21/13	MEETINGS	246.58
10/21/13	MEETINGS	283.26
10/21/13	MEETINGS	300.00
10/21/13	MEETINGS	100.00
10/21/13	MEETINGS	120.00
10/21/13	MEETINGS	87.24
10/21/13	MEETINGS	80.00
10/22/13	MEETINGS	249.37
10/22/13	MEETINGS	300.00
10/22/13	MEETINGS	80.00
10/22/13	MEETINGS	287.36

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONJanuary 28, 2014
Invoice No. Multiple Invoices

10/22/13	MEETINGS	107.17
10/23/13	MEETINGS	221.40
10/23/13	MEETINGS	107.17
10/23/13	MEETINGS	80.00
10/23/13	MEETINGS	287.36
10/24/13	MEETINGS	130.71
10/28/13	MEETINGS	20.00
10/28/13	MEETINGS	91.09
10/28/13	MEETINGS	<u>160.00</u>
	TOTAL MEETINGS	\$16,681.17

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/31/13	DATA HOSTING CHARGES	46.00
10/31/13	DATA HOSTING CHARGES	<u>759.20</u>
	TOTAL DATA HOSTING CHARGES	\$805.20

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/09/13	PROFESSIONAL & CONSULTING FEES - U.S. LEGAL SUPPORT (TRIAL CONSULTANTS)	<u>6,000.00</u>
	TOTAL PROFESSIONAL & CONSULTING FEES	<u>\$6,000.00</u>

	TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>197,886.02</u>
--	--	--------------------------

November 2013 Disbursement Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP

1177 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
PHONE 212.715.9100
FAX 212.715.8000

February 18, 2014

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF
UNSECURED
CREDITORS
NEW YORK, NY 10036

When remitting,
please reference:

Invoice Number: 641376
066069

FOR PROFESSIONAL SERVICES rendered through November 30, 2013,
as per the attached detail.

DISBURSEMENTS AND OTHER CHARGES 172,550.29

Amounts due may be remitted by wire transfer.

Bank: Citibank, N.A.
153 East 53rd Street, 23rd Floor New York, N.Y. 10022
ABA No: 021000089
Account Name: Kramer Levin Naftalis & Frankel LLP Account AR
Account No.: 4979206709
Reference: Invoice No. 641376
Attention: Joseph Scotto (212) 559-6338

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID# 13-1944339

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PHOTOCOPYING	7,499.50
PHOTOCOPYING / EXTERNAL VENDOR	14,873.04
CONFERENCE CALLS	18,480.27
WESTLAW ON-LINE RESEARCH	23,777.47
LEXIS/NEXIS ON-LINE RESEARCH	24,915.86
DOCUMENT RETRIEVAL FEES	52.75
MESSANGER/COURIER – FED EX	379.09
CAR SERVICE/CAB FARES	8,570.37
OVERTIME MEALS/IN-HOUSE	3,462.21
OUT-OF-TOWN TRAVEL	2,301.55
OVERTIME HOTEL	150.00
TRANSCRIPT FEES	34,893.59
MEETINGS	11,817.74
PROFESSIONAL/CONSULTING FEES	20,533.60
DATA HOSTING CHARGES	843.25
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$172,550.29</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376**DETAIL OF DISBURSEMENTS AND OTHER CHARGES**

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/01/13	PHOTOCOPYING	2.20
11/01/13	PHOTOCOPYING	12.60
11/01/13	PHOTOCOPYING	13.60
11/01/13	PHOTOCOPYING	133.70
11/01/13	PHOTOCOPYING	255.10
11/01/13	PHOTOCOPYING	1.80
11/01/13	PHOTOCOPYING	5.40
11/01/13	PHOTOCOPYING	159.60
11/01/13	PHOTOCOPYING	102.40
11/04/13	PHOTOCOPYING	13.60
11/04/13	PHOTOCOPYING	1.10
11/04/13	PHOTOCOPYING	10.00
11/04/13	PHOTOCOPYING	5.40
11/04/13	PHOTOCOPYING	6.00
11/04/13	PHOTOCOPYING	75.20
11/04/13	PHOTOCOPYING	17.00
11/04/13	PHOTOCOPYING	2.50
11/04/13	PHOTOCOPYING	29.50
11/05/13	PHOTOCOPYING	0.50
11/05/13	PHOTOCOPYING	147.60
11/05/13	PHOTOCOPYING	212.90
11/05/13	PHOTOCOPYING	55.40
11/05/13	PHOTOCOPYING	154.00
11/06/13	PHOTOCOPYING	15.60
11/06/13	PHOTOCOPYING	7.20
11/06/13	PHOTOCOPYING	30.40
11/06/13	PHOTOCOPYING	8.40
11/06/13	PHOTOCOPYING	0.10
11/06/13	PHOTOCOPYING	34.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

11/06/13	PHOTOCOPYING	3.10
11/06/13	PHOTOCOPYING	1.90
11/07/13	PHOTOCOPYING	0.80
11/07/13	PHOTOCOPYING	26.60
11/07/13	PHOTOCOPYING	61.40
11/07/13	PHOTOCOPYING	50.20
11/07/13	PHOTOCOPYING	94.80
11/07/13	PHOTOCOPYING	1.20
11/07/13	PHOTOCOPYING	18.40
11/07/13	PHOTOCOPYING	0.20
11/07/13	PHOTOCOPYING	39.00
11/07/13	PHOTOCOPYING	9.30
11/08/13	PHOTOCOPYING	14.00
11/08/13	PHOTOCOPYING	23.40
11/08/13	PHOTOCOPYING	552.20
11/08/13	PHOTOCOPYING	0.10
11/09/13	PHOTOCOPYING	0.50
11/10/13	PHOTOCOPYING	528.10
11/10/13	PHOTOCOPYING	0.60
11/10/13	PHOTOCOPYING	9.00
11/10/13	PHOTOCOPYING	14.80
11/10/13	PHOTOCOPYING	2.20
11/10/13	PHOTOCOPYING	5.50
11/10/13	PHOTOCOPYING	10.00
11/10/13	PHOTOCOPYING	1.00
11/10/13	PHOTOCOPYING	4.00
11/11/13	PHOTOCOPYING	94.00
11/11/13	PHOTOCOPYING	50.90
11/12/13	PHOTOCOPYING	1.00
11/12/13	PHOTOCOPYING	132.00
11/12/13	PHOTOCOPYING	1.20

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

February 18, 2014
Invoice No. 641376

11/12/13	PHOTOCOPYING	2.80
11/12/13	PHOTOCOPYING	33.60
11/12/13	PHOTOCOPYING	13.20
11/12/13	PHOTOCOPYING	9.40
11/12/13	PHOTOCOPYING	0.30
11/13/13	PHOTOCOPYING	5.50
11/13/13	PHOTOCOPYING	3.00
11/13/13	PHOTOCOPYING	74.80
11/13/13	PHOTOCOPYING	15.70
11/13/13	PHOTOCOPYING	49.10
11/13/13	PHOTOCOPYING	5.00
11/13/13	PHOTOCOPYING	58.10
11/13/13	PHOTOCOPYING	158.40
11/13/13	PHOTOCOPYING	9.60
11/13/13	PHOTOCOPYING	90.00
11/13/13	PHOTOCOPYING	75.60
11/14/13	PHOTOCOPYING	25.00
11/14/13	PHOTOCOPYING	27.40
11/14/13	PHOTOCOPYING	87.20
11/14/13	PHOTOCOPYING	0.60
11/14/13	PHOTOCOPYING	16.00
11/14/13	PHOTOCOPYING	22.00
11/14/13	PHOTOCOPYING	42.80
11/14/13	PHOTOCOPYING	42.40
11/15/13	PHOTOCOPYING	60.50
11/15/13	PHOTOCOPYING	90.00
11/15/13	PHOTOCOPYING	19.40
11/15/13	PHOTOCOPYING	36.10
11/15/13	PHOTOCOPYING	12.00
11/15/13	PHOTOCOPYING	0.70
11/15/13	PHOTOCOPYING	39.20

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

11/16/13	PHOTOCOPYING	0.40
11/16/13	PHOTOCOPYING	43.40
11/17/13	PHOTOCOPYING	21.60
11/17/13	PHOTOCOPYING	4.50
11/18/13	PHOTOCOPYING	86.40
11/18/13	PHOTOCOPYING	198.70
11/18/13	PHOTOCOPYING	2.20
11/18/13	PHOTOCOPYING	0.10
11/18/13	PHOTOCOPYING	123.20
11/18/13	PHOTOCOPYING	31.20
11/18/13	PHOTOCOPYING	4.40
11/18/13	PHOTOCOPYING	26.40
11/18/13	PHOTOCOPYING	6.00
11/18/13	PHOTOCOPYING	36.70
11/18/13	PHOTOCOPYING	0.30
11/18/13	PHOTOCOPYING	6.60
11/18/13	PHOTOCOPYING	64.40
11/18/13	PHOTOCOPYING	23.20
11/18/13	PHOTOCOPYING	372.40
11/18/13	PHOTOCOPYING	70.10
11/19/13	PHOTOCOPYING	100.00
11/19/13	PHOTOCOPYING	50.00
11/19/13	PHOTOCOPYING	44.00
11/19/13	PHOTOCOPYING	59.80
11/19/13	PHOTOCOPYING	94.60
11/19/13	PHOTOCOPYING	27.00
11/19/13	PHOTOCOPYING	164.00
11/19/13	PHOTOCOPYING	174.60
11/19/13	PHOTOCOPYING	5.60
11/19/13	PHOTOCOPYING	54.60
11/19/13	PHOTOCOPYING	0.20

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

11/19/13	PHOTOCOPYING	50.80
11/19/13	PHOTOCOPYING	7.50
11/19/13	PHOTOCOPYING	57.60
11/19/13	PHOTOCOPYING	20.80
11/20/13	PHOTOCOPYING	162.60
11/20/13	PHOTOCOPYING	54.80
11/20/13	PHOTOCOPYING	24.70
11/20/13	PHOTOCOPYING	28.00
11/20/13	PHOTOCOPYING	6.00
11/20/13	PHOTOCOPYING	2.60
11/20/13	PHOTOCOPYING	1.80
11/20/13	PHOTOCOPYING	36.60
11/20/13	PHOTOCOPYING	40.00
11/21/13	PHOTOCOPYING	16.80
11/21/13	PHOTOCOPYING	230.00
11/22/13	PHOTOCOPYING	44.00
11/22/13	PHOTOCOPYING	39.80
11/22/13	PHOTOCOPYING	126.00
11/25/13	PHOTOCOPYING	0.10
11/26/13	PHOTOCOPYING	0.50
11/27/13	PHOTOCOPYING	250.50
11/27/13	PHOTOCOPYING	9.20
11/27/13	PHOTOCOPYING	<u>2.10</u>
	TOTAL PHOTOCOPYING	\$7,499.50

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/04/13	PHOTOCOPYING / EXTERNAL VENDOR	4,492.88 ¹
11/04/13	PHOTOCOPYING / EXTERNAL VENDOR	742.34
11/05/13	PHOTOCOPYING / EXTERNAL VENDOR	879.60
11/14/13	PHOTOCOPYING / EXTERNAL VENDOR	1,918.00
11/20/13	PHOTOCOPYING / EXTERNAL VENDOR	2,218.20

¹ Includes \$778.08 for Bates Stamping Potential Exhibits for Cross Examination.

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

11/26/13	PHOTOCOPYING / EXTERNAL VENDOR	3,032.72
11/29/13	PHOTOCOPYING / EXTERNAL VENDOR	<u>1,589.30</u>
	TOTAL PHOTOCOPYING / EXTERNAL VENDOR	\$14,873.04

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/01/13	CONFERENCE CALLS	18.97
11/01/13	CONFERENCE CALLS	26.31
11/01/13	CONFERENCE CALLS	19.52
11/01/13	CONFERENCE CALLS	19.73
11/02/13	CONFERENCE CALLS	10.31
11/03/13	CONFERENCE CALLS	25.69
11/03/13	CONFERENCE CALLS	15.86
11/04/13	CONFERENCE CALLS	187.75
11/05/13	CONFERENCE CALLS	11.49
11/05/13	CONFERENCE CALLS	95.58
11/05/13	CONFERENCE CALLS	31.53
11/05/13	CONFERENCE CALLS	44.00
11/06/13	CONFERENCE CALLS	1,000.61
11/06/13	CONFERENCE CALLS	22.76
11/06/13	CONFERENCE CALLS	30.93
11/07/13	CONFERENCE CALLS	2,638.57
11/07/13	CONFERENCE CALLS	34.23
11/07/13	CONFERENCE CALLS	43.81
11/07/13	CONFERENCE CALLS	73.97
11/08/13	CONFERENCE CALLS	32.95
11/08/13	CONFERENCE CALLS	14.96
11/08/13	CONFERENCE CALLS	34.51
11/09/13	CONFERENCE CALLS	31.38
11/10/13	CONFERENCE CALLS	4.64
11/10/13	CONFERENCE CALLS	14.78
11/10/13	CONFERENCE CALLS	12.40

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

February 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/10/13	CONFERENCE CALLS	4.64
11/10/13	CONFERENCE CALLS	31.04
11/11/13	CONFERENCE CALLS	15.04
11/11/13	CONFERENCE CALLS	14.08
11/11/13	CONFERENCE CALLS	4.51
11/12/13	CONFERENCE CALLS	11.71
11/12/13	CONFERENCE CALLS	144.49
11/13/13	CONFERENCE CALLS	5.69
11/13/13	CONFERENCE CALLS	7.22
11/13/13	CONFERENCE CALLS	4.64
11/13/13	CONFERENCE CALLS	72.00
11/14/13	CONFERENCE CALLS	164.34
11/14/13	CONFERENCE CALLS	11.59
11/14/13	CONFERENCE CALLS	31.37
11/14/13	CONFERENCE CALLS	352.25
11/14/13	CONFERENCE CALLS	25.61
11/14/13	CONFERENCE CALLS	16.92
11/15/13	CONFERENCE CALLS	131.26
11/17/13	CONFERENCE CALLS	45.13
11/18/13	CONFERENCE CALLS	75.65
11/18/13	CONFERENCE CALLS	184.00
11/19/13	CONFERENCE CALLS	4.64
11/19/13	CONFERENCE CALLS	1,182.37
11/20/13	CONFERENCE CALLS	1,118.07
11/20/13	CONFERENCE CALLS	11.29
11/21/13	CONFERENCE CALLS	1,493.52
11/21/13	CONFERENCE CALLS	833.73
11/21/13	CONFERENCE CALLS	15.87
11/21/13	CONFERENCE CALLS	7.05
11/21/13	CONFERENCE CALLS	51.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/22/13	CONFERENCE CALLS	19.69
11/22/13	CONFERENCE CALLS	535.10
11/22/13	CONFERENCE CALLS	100.00
11/24/13	CONFERENCE CALLS	49.10
11/24/13	CONFERENCE CALLS	34.36
11/24/13	CONFERENCE CALLS	16.41
11/25/13	CONFERENCE CALLS	8.52
11/25/13	CONFERENCE CALLS	305.70
11/25/13	CONFERENCE CALLS	0.94
11/26/13	CONFERENCE CALLS	3,900.22
11/26/13	CONFERENCE CALLS	28.99
11/26/13	CONFERENCE CALLS	12.96
11/26/13	CONFERENCE CALLS	247.00
11/27/13	CONFERENCE CALLS	2.96
11/27/13	CONFERENCE CALLS	2,583.95
11/27/13	CONFERENCE CALLS	32.82
11/27/13	CONFERENCE CALLS	22.81
11/27/13	CONFERENCE CALLS	<u>10.78</u>
	TOTAL CONFERENCE CALLS	\$18,480.27

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/01/13	WESTLAW ON-LINE RESEARCH	37.00
11/01/13	WESTLAW ON-LINE RESEARCH	361.68
11/01/13	WESTLAW ON-LINE RESEARCH	7.67
11/01/13	WESTLAW ON-LINE RESEARCH	961.30
11/01/13	WESTLAW ON-LINE RESEARCH	258.63
11/01/13	WESTLAW ON-LINE RESEARCH	291.43
11/01/13	WESTLAW ON-LINE RESEARCH	19.36
11/01/13	WESTLAW ON-LINE RESEARCH	451.70
11/03/13	WESTLAW ON-LINE RESEARCH	108.90
11/03/13	WESTLAW ON-LINE RESEARCH	51.38

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

February 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/03/13	WESTLAW ON-LINE RESEARCH	15.34
11/04/13	WESTLAW ON-LINE RESEARCH	68.64
11/04/13	WESTLAW ON-LINE RESEARCH	1,398.82
11/04/13	WESTLAW ON-LINE RESEARCH	57.42
11/04/13	WESTLAW ON-LINE RESEARCH	509.99
11/04/13	WESTLAW ON-LINE RESEARCH	451.96
11/04/13	WESTLAW ON-LINE RESEARCH	545.65
11/04/13	WESTLAW ON-LINE RESEARCH	18.65
11/05/13	WESTLAW ON-LINE RESEARCH	90.11
11/05/13	WESTLAW ON-LINE RESEARCH	18.03
11/05/13	WESTLAW ON-LINE RESEARCH	14.57
11/05/13	WESTLAW ON-LINE RESEARCH	7.67
11/06/13	WESTLAW ON-LINE RESEARCH	457.46
11/06/13	WESTLAW ON-LINE RESEARCH	74.47
11/06/13	WESTLAW ON-LINE RESEARCH	93.56
11/06/13	WESTLAW ON-LINE RESEARCH	263.81
11/07/13	WESTLAW ON-LINE RESEARCH	21.28
11/07/13	WESTLAW ON-LINE RESEARCH	15.34
11/07/13	WESTLAW ON-LINE RESEARCH	203.03
11/07/13	WESTLAW ON-LINE RESEARCH	57.32
11/07/13	WESTLAW ON-LINE RESEARCH	51.00
11/07/13	WESTLAW ON-LINE RESEARCH	208.79
11/07/13	WESTLAW ON-LINE RESEARCH	56.37
11/08/13	WESTLAW ON-LINE RESEARCH	254.99
11/08/13	WESTLAW ON-LINE RESEARCH	195.56
11/08/13	WESTLAW ON-LINE RESEARCH	35.28
11/08/13	WESTLAW ON-LINE RESEARCH	182.91
11/08/13	WESTLAW ON-LINE RESEARCH	17.64
11/08/13	WESTLAW ON-LINE RESEARCH	15.34
11/08/13	WESTLAW ON-LINE RESEARCH	29.15

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

February 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/08/13	WESTLAW ON-LINE RESEARCH	31.83
11/09/13	WESTLAW ON-LINE RESEARCH	27.99
11/10/13	WESTLAW ON-LINE RESEARCH	14.57
11/10/13	WESTLAW ON-LINE RESEARCH	46.97
11/10/13	WESTLAW ON-LINE RESEARCH	7.67
11/10/13	WESTLAW ON-LINE RESEARCH	159.70
11/10/13	WESTLAW ON-LINE RESEARCH	148.58
11/10/13	WESTLAW ON-LINE RESEARCH	22.24
11/10/13	WESTLAW ON-LINE RESEARCH	186.17
11/11/13	WESTLAW ON-LINE RESEARCH	187.89
11/11/13	WESTLAW ON-LINE RESEARCH	13.00
11/11/13	WESTLAW ON-LINE RESEARCH	4.98
11/11/13	WESTLAW ON-LINE RESEARCH	170.26
11/11/13	WESTLAW ON-LINE RESEARCH	288.36
11/11/13	WESTLAW ON-LINE RESEARCH	14.33
11/11/13	WESTLAW ON-LINE RESEARCH	7.67
11/11/13	WESTLAW ON-LINE RESEARCH	103.28
11/11/13	WESTLAW ON-LINE RESEARCH	710.74
11/11/13	WESTLAW ON-LINE RESEARCH	313.66
11/11/13	WESTLAW ON-LINE RESEARCH	907.43
11/11/13	WESTLAW ON-LINE RESEARCH	231.31
11/11/13	WESTLAW ON-LINE RESEARCH	993.14
11/12/13	WESTLAW ON-LINE RESEARCH	32.59
11/12/13	WESTLAW ON-LINE RESEARCH	116.57
11/12/13	WESTLAW ON-LINE RESEARCH	23.01
11/12/13	WESTLAW ON-LINE RESEARCH	38.35
11/12/13	WESTLAW ON-LINE RESEARCH	7.67
11/12/13	WESTLAW ON-LINE RESEARCH	7.67
11/12/13	WESTLAW ON-LINE RESEARCH	4.98
11/12/13	WESTLAW ON-LINE RESEARCH	159.13

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

February 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/13/13	WESTLAW ON-LINE RESEARCH	46.02
11/13/13	WESTLAW ON-LINE RESEARCH	476.79
11/14/13	WESTLAW ON-LINE RESEARCH	99.30
11/14/13	WESTLAW ON-LINE RESEARCH	14.57
11/14/13	WESTLAW ON-LINE RESEARCH	4.98
11/14/13	WESTLAW ON-LINE RESEARCH	171.78
11/15/13	WESTLAW ON-LINE RESEARCH	8.28
11/15/13	WESTLAW ON-LINE RESEARCH	29.15
11/15/13	WESTLAW ON-LINE RESEARCH	4.98
11/15/13	WESTLAW ON-LINE RESEARCH	110.82
11/16/13	WESTLAW ON-LINE RESEARCH	436.94
11/17/13	WESTLAW ON-LINE RESEARCH	371.17
11/17/13	WESTLAW ON-LINE RESEARCH	285.29
11/17/13	WESTLAW ON-LINE RESEARCH	92.03
11/18/13	WESTLAW ON-LINE RESEARCH	417.38
11/18/13	WESTLAW ON-LINE RESEARCH	312.89
11/18/13	WESTLAW ON-LINE RESEARCH	39.50
11/18/13	WESTLAW ON-LINE RESEARCH	7.67
11/18/13	WESTLAW ON-LINE RESEARCH	152.61
11/18/13	WESTLAW ON-LINE RESEARCH	14.57
11/18/13	WESTLAW ON-LINE RESEARCH	81.09
11/18/13	WESTLAW ON-LINE RESEARCH	134.97
11/18/13	WESTLAW ON-LINE RESEARCH	442.31
11/19/13	WESTLAW ON-LINE RESEARCH	142.64
11/19/13	WESTLAW ON-LINE RESEARCH	67.87
11/19/13	WESTLAW ON-LINE RESEARCH	4.98
11/19/13	WESTLAW ON-LINE RESEARCH	14.57
11/20/13	WESTLAW ON-LINE RESEARCH	57.52
11/20/13	WESTLAW ON-LINE RESEARCH	131.91
11/20/13	WESTLAW ON-LINE RESEARCH	21.48

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

February 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/20/13	WESTLAW ON-LINE RESEARCH	291.23
11/20/13	WESTLAW ON-LINE RESEARCH	169.10
11/20/13	WESTLAW ON-LINE RESEARCH	147.63
11/21/13	WESTLAW ON-LINE RESEARCH	108.89
11/21/13	WESTLAW ON-LINE RESEARCH	7.67
11/21/13	WESTLAW ON-LINE RESEARCH	495.22
11/21/13	WESTLAW ON-LINE RESEARCH	67.10
11/21/13	WESTLAW ON-LINE RESEARCH	159.13
11/22/13	WESTLAW ON-LINE RESEARCH	36.81
11/22/13	WESTLAW ON-LINE RESEARCH	49.27
11/22/13	WESTLAW ON-LINE RESEARCH	336.66
11/22/13	WESTLAW ON-LINE RESEARCH	144.56
11/22/13	WESTLAW ON-LINE RESEARCH	49.27
11/23/13	WESTLAW ON-LINE RESEARCH	54.83
11/23/13	WESTLAW ON-LINE RESEARCH	270.14
11/23/13	WESTLAW ON-LINE RESEARCH	179.45
11/23/13	WESTLAW ON-LINE RESEARCH	79.76
11/24/13	WESTLAW ON-LINE RESEARCH	115.80
11/24/13	WESTLAW ON-LINE RESEARCH	718.58
11/24/13	WESTLAW ON-LINE RESEARCH	356.21
11/24/13	WESTLAW ON-LINE RESEARCH	448.64
11/24/13	WESTLAW ON-LINE RESEARCH	126.54
11/24/13	WESTLAW ON-LINE RESEARCH	157.60
11/25/13	WESTLAW ON-LINE RESEARCH	577.09
11/25/13	WESTLAW ON-LINE RESEARCH	35.26
11/25/13	WESTLAW ON-LINE RESEARCH	71.13
11/25/13	WESTLAW ON-LINE RESEARCH	218.56
11/25/13	WESTLAW ON-LINE RESEARCH	34.31
11/25/13	WESTLAW ON-LINE RESEARCH	34.32
11/25/13	WESTLAW ON-LINE RESEARCH	199.40

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/25/13	WESTLAW ON-LINE RESEARCH	365.43
11/26/13	WESTLAW ON-LINE RESEARCH	191.34
11/26/13	WESTLAW ON-LINE RESEARCH	47.17
11/26/13	WESTLAW ON-LINE RESEARCH	176.58
11/26/13	WESTLAW ON-LINE RESEARCH	4.98
11/27/13	WESTLAW ON-LINE RESEARCH	39.88
11/27/13	WESTLAW ON-LINE RESEARCH	29.50
11/27/13	WESTLAW ON-LINE RESEARCH	<u>25.43</u>
	TOTAL WESTLAW ON-LINE RESEARCH	\$23,777.47

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/01/13	LEXIS/NEXIS ON-LINE RESEARCH	50.01
11/01/13	LEXIS/NEXIS ON-LINE RESEARCH	13.45
11/01/13	LEXIS/NEXIS ON-LINE RESEARCH	13.44
11/01/13	LEXIS/NEXIS ON-LINE RESEARCH	579.29
11/01/13	LEXIS/NEXIS ON-LINE RESEARCH	481.30
11/01/13	LEXIS/NEXIS ON-LINE RESEARCH	13.44
11/02/13	LEXIS/NEXIS ON-LINE RESEARCH	24.75
11/03/13	LEXIS/NEXIS ON-LINE RESEARCH	161.97
11/03/13	LEXIS/NEXIS ON-LINE RESEARCH	596.26
11/04/13	LEXIS/NEXIS ON-LINE RESEARCH	1,293.85
11/04/13	LEXIS/NEXIS ON-LINE RESEARCH	336.65
11/04/13	LEXIS/NEXIS ON-LINE RESEARCH	112.46
11/05/13	LEXIS/NEXIS ON-LINE RESEARCH	976.98
11/05/13	LEXIS/NEXIS ON-LINE RESEARCH	375.39
11/05/13	LEXIS/NEXIS ON-LINE RESEARCH	122.37
11/05/13	LEXIS/NEXIS ON-LINE RESEARCH	982.82
11/05/13	LEXIS/NEXIS ON-LINE RESEARCH	241.92
11/06/13	LEXIS/NEXIS ON-LINE RESEARCH	535.25
11/06/13	LEXIS/NEXIS ON-LINE RESEARCH	147.83
11/06/13	LEXIS/NEXIS ON-LINE RESEARCH	201.58

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

February 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/06/13	LEXIS/NEXIS ON-LINE RESEARCH	1,139.10
11/06/13	LEXIS/NEXIS ON-LINE RESEARCH	49.51
11/06/13	LEXIS/NEXIS ON-LINE RESEARCH	247.56
11/06/13	LEXIS/NEXIS ON-LINE RESEARCH	23.00
11/07/13	LEXIS/NEXIS ON-LINE RESEARCH	67.91
11/07/13	LEXIS/NEXIS ON-LINE RESEARCH	65.32
11/07/13	LEXIS/NEXIS ON-LINE RESEARCH	106.00
11/07/13	LEXIS/NEXIS ON-LINE RESEARCH	107.53
11/07/13	LEXIS/NEXIS ON-LINE RESEARCH	900.36
11/07/13	LEXIS/NEXIS ON-LINE RESEARCH	240.67
11/07/13	LEXIS/NEXIS ON-LINE RESEARCH	174.69
11/07/13	LEXIS/NEXIS ON-LINE RESEARCH	120.98
11/08/13	LEXIS/NEXIS ON-LINE RESEARCH	53.75
11/08/13	LEXIS/NEXIS ON-LINE RESEARCH	181.25
11/08/13	LEXIS/NEXIS ON-LINE RESEARCH	174.70
11/08/13	LEXIS/NEXIS ON-LINE RESEARCH	42.44
11/08/13	LEXIS/NEXIS ON-LINE RESEARCH	94.07
11/09/13	LEXIS/NEXIS ON-LINE RESEARCH	81.33
11/09/13	LEXIS/NEXIS ON-LINE RESEARCH	80.63
11/09/13	LEXIS/NEXIS ON-LINE RESEARCH	26.89
11/10/13	LEXIS/NEXIS ON-LINE RESEARCH	174.70
11/10/13	LEXIS/NEXIS ON-LINE RESEARCH	426.14
11/10/13	LEXIS/NEXIS ON-LINE RESEARCH	53.79
11/10/13	LEXIS/NEXIS ON-LINE RESEARCH	40.31
11/10/13	LEXIS/NEXIS ON-LINE RESEARCH	42.42
11/10/13	LEXIS/NEXIS ON-LINE RESEARCH	201.58
11/11/13	LEXIS/NEXIS ON-LINE RESEARCH	67.17
11/11/13	LEXIS/NEXIS ON-LINE RESEARCH	215.01
11/11/13	LEXIS/NEXIS ON-LINE RESEARCH	140.04
11/11/13	LEXIS/NEXIS ON-LINE RESEARCH	56.59

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

February 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/11/13	LEXIS/NEXIS ON-LINE RESEARCH	1,250.34
11/11/13	LEXIS/NEXIS ON-LINE RESEARCH	53.74
11/11/13	LEXIS/NEXIS ON-LINE RESEARCH	13.46
11/11/13	LEXIS/NEXIS ON-LINE RESEARCH	13.44
11/12/13	LEXIS/NEXIS ON-LINE RESEARCH	28.30
11/12/13	LEXIS/NEXIS ON-LINE RESEARCH	56.61
11/12/13	LEXIS/NEXIS ON-LINE RESEARCH	268.77
11/12/13	LEXIS/NEXIS ON-LINE RESEARCH	40.34
11/12/13	LEXIS/NEXIS ON-LINE RESEARCH	24.76
11/12/13	LEXIS/NEXIS ON-LINE RESEARCH	28.28
11/12/13	LEXIS/NEXIS ON-LINE RESEARCH	110.32
11/12/13	LEXIS/NEXIS ON-LINE RESEARCH	40.32
11/12/13	LEXIS/NEXIS ON-LINE RESEARCH	26.87
11/14/13	LEXIS/NEXIS ON-LINE RESEARCH	37.49
11/15/13	LEXIS/NEXIS ON-LINE RESEARCH	118.12
11/15/13	LEXIS/NEXIS ON-LINE RESEARCH	94.06
11/16/13	LEXIS/NEXIS ON-LINE RESEARCH	147.86
11/16/13	LEXIS/NEXIS ON-LINE RESEARCH	215.02
11/17/13	LEXIS/NEXIS ON-LINE RESEARCH	535.10
11/17/13	LEXIS/NEXIS ON-LINE RESEARCH	80.65
11/18/13	LEXIS/NEXIS ON-LINE RESEARCH	80.62
11/18/13	LEXIS/NEXIS ON-LINE RESEARCH	1,158.05
11/18/13	LEXIS/NEXIS ON-LINE RESEARCH	134.39
11/18/13	LEXIS/NEXIS ON-LINE RESEARCH	309.13
11/19/13	LEXIS/NEXIS ON-LINE RESEARCH	24.74
11/19/13	LEXIS/NEXIS ON-LINE RESEARCH	805.05
11/19/13	LEXIS/NEXIS ON-LINE RESEARCH	128.06
11/19/13	LEXIS/NEXIS ON-LINE RESEARCH	188.13
11/20/13	LEXIS/NEXIS ON-LINE RESEARCH	822.25
11/20/13	LEXIS/NEXIS ON-LINE RESEARCH	40.32

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/20/13	LEXIS/NEXIS ON-LINE RESEARCH	174.69
11/20/13	LEXIS/NEXIS ON-LINE RESEARCH	162.65
11/20/13	LEXIS/NEXIS ON-LINE RESEARCH	336.67
11/21/13	LEXIS/NEXIS ON-LINE RESEARCH	328.18
11/21/13	LEXIS/NEXIS ON-LINE RESEARCH	464.72
11/21/13	LEXIS/NEXIS ON-LINE RESEARCH	674.93
11/21/13	LEXIS/NEXIS ON-LINE RESEARCH	174.71
11/21/13	LEXIS/NEXIS ON-LINE RESEARCH	107.50
11/22/13	LEXIS/NEXIS ON-LINE RESEARCH	142.87
11/22/13	LEXIS/NEXIS ON-LINE RESEARCH	497.23
11/22/13	LEXIS/NEXIS ON-LINE RESEARCH	418.71
11/22/13	LEXIS/NEXIS ON-LINE RESEARCH	31.82
11/22/13	LEXIS/NEXIS ON-LINE RESEARCH	521.29
11/23/13	LEXIS/NEXIS ON-LINE RESEARCH	85.58
11/24/13	LEXIS/NEXIS ON-LINE RESEARCH	162.68
11/24/13	LEXIS/NEXIS ON-LINE RESEARCH	125.20
11/24/13	LEXIS/NEXIS ON-LINE RESEARCH	107.50
11/25/13	LEXIS/NEXIS ON-LINE RESEARCH	117.41
11/25/13	LEXIS/NEXIS ON-LINE RESEARCH	40.32
11/25/13	LEXIS/NEXIS ON-LINE RESEARCH	11.46
11/25/13	LEXIS/NEXIS ON-LINE RESEARCH	138.60
11/26/13	LEXIS/NEXIS ON-LINE RESEARCH	329.61
11/27/13	LEXIS/NEXIS ON-LINE RESEARCH	110.95
11/27/13	LEXIS/NEXIS ON-LINE RESEARCH	<u>119.54</u>
	TOTAL LEXIS/NEXIS ON-LINE RESEARCH	\$24,915.86

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/01/13	DOCUMENT RETRIEVAL FEES	0.81
11/04/13	DOCUMENT RETRIEVAL FEES	0.81
11/04/13	DOCUMENT RETRIEVAL FEES	0.69
11/04/13	DOCUMENT RETRIEVAL FEES	30.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/05/13	DOCUMENT RETRIEVAL FEES	0.81
11/06/13	DOCUMENT RETRIEVAL FEES	0.81
11/07/13	DOCUMENT RETRIEVAL FEES	0.81
11/07/13	DOCUMENT RETRIEVAL FEES	2.59
11/08/13	DOCUMENT RETRIEVAL FEES	0.81
11/11/13	DOCUMENT RETRIEVAL FEES	0.81
11/11/13	DOCUMENT RETRIEVAL FEES	0.69
11/12/13	DOCUMENT RETRIEVAL FEES	0.81
11/13/13	DOCUMENT RETRIEVAL FEES	0.81
11/14/13	DOCUMENT RETRIEVAL FEES	0.81
11/15/13	DOCUMENT RETRIEVAL FEES	0.81
11/15/13	DOCUMENT RETRIEVAL FEES	1.20
11/18/13	DOCUMENT RETRIEVAL FEES	0.81
11/18/13	DOCUMENT RETRIEVAL FEES	0.69
11/19/13	DOCUMENT RETRIEVAL FEES	0.81
11/20/13	DOCUMENT RETRIEVAL FEES	0.81
11/21/13	DOCUMENT RETRIEVAL FEES	0.81
11/22/13	DOCUMENT RETRIEVAL FEES	0.81
11/25/13	DOCUMENT RETRIEVAL FEES	0.81
11/25/13	DOCUMENT RETRIEVAL FEES	0.69
11/26/13	DOCUMENT RETRIEVAL FEES	0.81
11/27/13	DOCUMENT RETRIEVAL FEES	0.81
11/29/13	DOCUMENT RETRIEVAL FEES	<u>0.81</u>
	TOTAL DOCUMENT RETRIEVAL FEES	\$52.75

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/01/13	MESSENGER/COURIER – FED EX	34.83
11/01/13	MESSENGER/COURIER – FED EX	34.83
11/01/13	MESSENGER/COURIER – FED EX	34.83
11/15/13	MESSENGER/COURIER – FED EX	20.92
11/18/13	MESSENGER/COURIER – FED EX	21.69

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/18/13	MESSENGER/COURIER – FED EX	15.38
11/18/13	MESSENGER/COURIER – FED EX	15.16
11/18/13	MESSENGER/COURIER – FED EX	15.38
11/18/13	MESSENGER/COURIER – FED EX	15.38
11/18/13	MESSENGER/COURIER – FED EX	15.38
11/18/13	MESSENGER/COURIER – FED EX	15.38
11/18/13	MESSENGER/COURIER – FED EX	15.38
11/18/13	MESSENGER/COURIER – FED EX	15.38
11/18/13	MESSENGER/COURIER – FED EX	15.38
11/18/13	MESSENGER/COURIER – FED EX	16.89
11/18/13	MESSENGER/COURIER – FED EX	15.38
11/19/13	MESSENGER/COURIER – FED EX	15.38
11/19/13	MESSENGER/COURIER – FED EX	15.38
11/19/13	MESSENGER/COURIER – FED EX	15.38
11/19/13	MESSENGER/COURIER – FED EX	<u>15.38</u>
	TOTAL MESSENGER/COURIER – FED EX	\$379.09

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/01/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
11/01/13	CAR SERVICE/CAB FARES – E. FREJKA	22.00
11/01/13	CAR SERVICE/CAB FARES – E. LINTZ	28.50
11/01/13	CAR SERVICE/CAB FARES – N. ALLARD	8.40
11/01/13	CAR SERVICE/CAB FARES – R. RINGER	10.00
11/01/13	CAR SERVICE/CAB FARES – C. SIEGEL	6.50
11/02/13	CAR SERVICE/CAB FARES – B. O’NEILL	18.00
11/02/13	CAR SERVICE/CAB FARES – K. DENK	8.00
11/03/13	CAR SERVICE/CAB FARES – A. SIKES	50.00
11/03/13	CAR SERVICE/CAB FARES – D. BLABEY	7.10
11/03/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/04/13	CAR SERVICE/CAB FARES – A. DOVE	50.00
11/04/13	CAR SERVICE/CAB FARES – A. KAUP	50.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/04/13	CAR SERVICE/CAB FARES – A. SIKES	45.67
11/04/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
11/04/13	CAR SERVICE/CAB FARES – C. SIEGEL	47.68
11/04/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
11/04/13	CAR SERVICE/CAB FARES – D. MANNAL	45.46
11/04/13	CAR SERVICE/CAB FARES – G. HOROWITZ	50.00
11/04/13	CAR SERVICE/CAB FARES – H. STOOPACK	50.00
11/04/13	CAR SERVICE/CAB FARES – K. DENK	9.10
11/04/13	CAR SERVICE/CAB FARES – R. PHILLIP	50.00
11/04/13	CAR SERVICE/CAB FARES – R. RINGER	9.00
11/04/13	CAR SERVICE/CAB FARES – S. KOCH	50.00
11/04/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/05/13	CAR SERVICE/CAB FARES – A. DOVE	50.00
11/05/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
11/05/13	CAR SERVICE/CAB FARES – A. SIKES	50.00
11/05/13	CAR SERVICE/CAB FARES – B. HERZOG	50.00
11/05/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
11/05/13	CAR SERVICE/CAB FARES – D. BLABEY	8.90
11/05/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
11/05/13	CAR SERVICE/CAB FARES – D. MANNAL	50.00
11/05/13	CAR SERVICE/CAB FARES – E. FREJKA	14.00
11/05/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/05/13	CAR SERVICE/CAB FARES – K. DENK	11.00
11/05/13	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
11/05/13	CAR SERVICE/CAB FARES – N. ALLARD	8.40
11/05/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
11/05/13	CAR SERVICE/CAB FARES – R. RINGER	50.00
11/05/13	CAR SERVICE/CAB FARES – S. KOCH	50.00
11/05/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/06/13	CAR SERVICE/CAB FARES – A. DOVE	50.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/06/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
11/06/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
11/06/13	CAR SERVICE/CAB FARES – C. SIEGEL	36.50
11/06/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
11/06/13	CAR SERVICE/CAB FARES – E. FREJKA	14.00
11/06/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/06/13	CAR SERVICE/CAB FARES – K. DENK	19.70
11/06/13	CAR SERVICE/CAB FARES – K. ECKSTEIN	42.13
11/06/13	CAR SERVICE/CAB FARES – N. ALLARD	9.50
11/06/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
11/06/13	CAR SERVICE/CAB FARES – R. RINGER	50.00
11/06/13	CAR SERVICE/CAB FARES – S. GRIBBON	50.00
11/06/13	CAR SERVICE/CAB FARES – S. KOCH	50.00
11/06/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/07/13	CAR SERVICE/CAB FARES – A. DOVE	50.00
11/07/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
11/07/13	CAR SERVICE/CAB FARES – B. HERZOG	50.00
11/07/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
11/07/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
11/07/13	CAR SERVICE/CAB FARES – D. MANNAL	50.00
11/07/13	CAR SERVICE/CAB FARES – E. FREJKA	21.00
11/07/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/07/13	CAR SERVICE/CAB FARES – N. ALLARD	7.00
11/07/13	CAR SERVICE/CAB FARES – R. RINGER	50.00
11/07/13	CAR SERVICE/CAB FARES – S. GRIBBON	50.00
11/07/13	CAR SERVICE/CAB FARES – S. KOCH	50.00
11/07/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/08/13	CAR SERVICE/CAB FARES – A. DOVE	50.00
11/08/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
11/08/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/08/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
11/08/13	CAR SERVICE/CAB FARES – D. MAYO	11.30
11/08/13	CAR SERVICE/CAB FARES – K. ECKSTEIN	41.58
11/08/13	CAR SERVICE/CAB FARES – N. ALLARD	9.00
11/09/13	CAR SERVICE/CAB FARES – B. O’NEILL	33.00
11/09/13	CAR SERVICE/CAB FARES – D. MAYO	10.70
11/09/13	CAR SERVICE/CAB FARES – N. ALLARD	10.10
11/09/13	CAR SERVICE/CAB FARES – N. SIMON	10.20
11/09/13	CAR SERVICE/CAB FARES – S. KOCH	50.00
11/10/13	CAR SERVICE/CAB FARES – A. DOVE	50.00
11/10/13	CAR SERVICE/CAB FARES – B. O’NEILL	33.00
11/10/13	CAR SERVICE/CAB FARES – D. MAYO	13.20
11/10/13	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
11/10/13	CAR SERVICE/CAB FARES – M. ZIEGLER	50.00
11/10/13	CAR SERVICE/CAB FARES – N. ALLARD	8.90
11/10/13	CAR SERVICE/CAB FARES – P. BENTLEY	4.00
11/10/13	CAR SERVICE/CAB FARES – R. RINGER	23.30
11/10/13	CAR SERVICE/CAB FARES – S. CIPOLLA	50.00
11/10/13	CAR SERVICE/CAB FARES – S. KOCH	50.00
11/10/13	CAR SERVICE/CAB FARES – S. SCHMIDT	15.60
11/10/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/11/13	CAR SERVICE/CAB FARES – A. DIENSTAG	50.00
11/11/13	CAR SERVICE/CAB FARES – A. DOVE	50.00
11/11/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
11/11/13	CAR SERVICE/CAB FARES – B. HERZOG	50.00
11/11/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
11/11/13	CAR SERVICE/CAB FARES – D. BESSNER	29.94
11/11/13	CAR SERVICE/CAB FARES – E. FREJKA	10.00
11/11/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/11/13	CAR SERVICE/CAB FARES – N. SIMON	41.58

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/11/13	CAR SERVICE/CAB FARES – P. BENTLEY	12.00
11/11/13	CAR SERVICE/CAB FARES – S. GRIBBON	50.00
11/11/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/12/13	CAR SERVICE/CAB FARES – B. WOLF	50.00
11/12/13	CAR SERVICE/CAB FARES – D. BLABEY	11.40
11/12/13	CAR SERVICE/CAB FARES – D. MANNAL	50.00
11/12/13	CAR SERVICE/CAB FARES – D. MAYO	10.10
11/12/13	CAR SERVICE/CAB FARES – J. SHARRET	50.00
11/12/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/12/13	CAR SERVICE/CAB FARES – K. DENK	9.10
11/12/13	CAR SERVICE/CAB FARES – M. ZIEGLER	47.68
11/12/13	CAR SERVICE/CAB FARES – N. ALLARD	9.00
11/12/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
11/12/13	CAR SERVICE/CAB FARES – N. SIMON	50.00
11/12/13	CAR SERVICE/CAB FARES – P. BENTLEY	14.00
11/12/13	CAR SERVICE/CAB FARES – P. KAUFMAN	25.50
11/12/13	CAR SERVICE/CAB FARES – R. RINGER	20.00
11/12/13	CAR SERVICE/CAB FARES – S. KOCH	50.00
11/12/13	CAR SERVICE/CAB FARES – S. SCHMIDT	16.10
11/12/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/12/13	CAR SERVICE/CAB FARES – T. PERETZ	14.25
11/13/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
11/13/13	CAR SERVICE/CAB FARES – D. BESSNER	29.94
11/13/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
11/13/13	CAR SERVICE/CAB FARES – D. MANNAL	50.00
11/13/13	CAR SERVICE/CAB FARES – E. FREJKA	11.00
11/13/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/13/13	CAR SERVICE/CAB FARES – K. DENK	50.00
11/13/13	CAR SERVICE/CAB FARES – M. ZIEGLER	31.87
11/13/13	CAR SERVICE/CAB FARES – N. ALLARD	9.60

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/13/13	CAR SERVICE/CAB FARES – N. SIMON	44.90
11/13/13	CAR SERVICE/CAB FARES – R. RINGER	50.00
11/13/13	CAR SERVICE/CAB FARES – S. GRIBBON	32.38
11/13/13	CAR SERVICE/CAB FARES – S. SCHMIDT	21.00
11/13/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/13/13	CAR SERVICE/CAB FARES – T. PERETZ	17.30
11/14/13	CAR SERVICE/CAB FARES – D. BESSNER	50.00
11/14/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/14/13	CAR SERVICE/CAB FARES – N. ALLARD	9.50
11/14/13	CAR SERVICE/CAB FARES – R. RINGER	22.20
11/14/13	CAR SERVICE/CAB FARES – S. SCHMIDT	16.75
11/14/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/15/13	CAR SERVICE/CAB FARES – E. FREJKA	31.70
11/15/13	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
11/15/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
11/16/13	CAR SERVICE/CAB FARES – B. O'NEILL	33.00
11/16/13	CAR SERVICE/CAB FARES – D. BLABEY	8.30
11/16/13	CAR SERVICE/CAB FARES – R. RINGER	30.00
11/17/13	CAR SERVICE/CAB FARES – A. DOVE	50.00
11/17/13	CAR SERVICE/CAB FARES – A. SIKES	48.45
11/17/13	CAR SERVICE/CAB FARES – B. O'NEILL	33.00
11/17/13	CAR SERVICE/CAB FARES – D. BLABEY	8.30
11/17/13	CAR SERVICE/CAB FARES – D. MANNAL	50.00
11/17/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/17/13	CAR SERVICE/CAB FARES – N. ALLARD	8.30
11/17/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
11/17/13	CAR SERVICE/CAB FARES – R. RINGER	23.40
11/18/13	CAR SERVICE/CAB FARES – A. CHOUPROUTA	50.00
11/18/13	CAR SERVICE/CAB FARES – A. DOVE	50.00
11/18/13	CAR SERVICE/CAB FARES – A. KAUP	50.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

February 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/18/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
11/18/13	CAR SERVICE/CAB FARES – D. BESSNER	29.94
11/18/13	CAR SERVICE/CAB FARES – D. BLABEY	10.20
11/18/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
11/18/13	CAR SERVICE/CAB FARES – D. MANNAL	50.00
11/18/13	CAR SERVICE/CAB FARES – J. BESSONETTE	12.00
11/18/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/18/13	CAR SERVICE/CAB FARES – N. ALLARD	8.90
11/18/13	CAR SERVICE/CAB FARES – P. BENTLEY	17.00
11/18/13	CAR SERVICE/CAB FARES – S. GRIBBON	50.00
11/18/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/19/13	CAR SERVICE/CAB FARES – A. SIKES	27.72
11/19/13	CAR SERVICE/CAB FARES – B. BECKER	30.49
11/19/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
11/19/13	CAR SERVICE/CAB FARES – D. BESSNER	29.94
11/19/13	CAR SERVICE/CAB FARES – D. BLABEY	10.80
11/19/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
11/19/13	CAR SERVICE/CAB FARES – E. FREJKA	11.50
11/19/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/19/13	CAR SERVICE/CAB FARES – K. DENK	9.00
11/19/13	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
11/19/13	CAR SERVICE/CAB FARES – N. ALLARD	8.90
11/19/13	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
11/19/13	CAR SERVICE/CAB FARES – P. KAUFMAN	29.94
11/19/13	CAR SERVICE/CAB FARES – R. PHILLIP	50.00
11/19/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/19/13	CAR SERVICE/CAB FARES – T. PERETZ	11.50
11/20/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
11/20/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
11/20/13	CAR SERVICE/CAB FARES – D. BESSNER	38.81

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/20/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
11/20/13	CAR SERVICE/CAB FARES – D. MAYO	10.00
11/20/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/20/13	CAR SERVICE/CAB FARES – K. ECKSTEIN	49.34
11/20/13	CAR SERVICE/CAB FARES – N. ALLARD	8.50
11/20/13	CAR SERVICE/CAB FARES – N. SIMON	23.90
11/20/13	CAR SERVICE/CAB FARES – R. RINGER	14.30
11/20/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/21/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
11/21/13	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
11/21/13	CAR SERVICE/CAB FARES – D. BESSNER	24.39
11/21/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
11/21/13	CAR SERVICE/CAB FARES – D. MAYO	9.00
11/21/13	CAR SERVICE/CAB FARES – G. HOROWITZ	50.00
11/21/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/21/13	CAR SERVICE/CAB FARES – K. ECKSTEIN	34.37
11/21/13	CAR SERVICE/CAB FARES – P. KAUFMAN	29.94
11/21/13	CAR SERVICE/CAB FARES – R. PHILLIP	50.00
11/21/13	CAR SERVICE/CAB FARES – R. RINGER	16.70
11/21/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/21/13	CAR SERVICE/CAB FARES – T. PERETZ	11.50
11/22/13	CAR SERVICE/CAB FARES – D. MANNAL	30.00
11/22/13	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
11/22/13	CAR SERVICE/CAB FARES – N. ALLARD	6.60
11/22/13	CAR SERVICE/CAB FARES – P. KAUFMAN	29.94
11/22/13	CAR SERVICE/CAB FARES – R. RINGER	18.60
11/23/13	CAR SERVICE/CAB FARES – K. DENK	27.15
11/24/13	CAR SERVICE/CAB FARES – D. BLABEY	10.20
11/24/13	CAR SERVICE/CAB FARES – D. MAYO	10.00
11/24/13	CAR SERVICE/CAB FARES – N. ALLARD	8.90

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/25/13	CAR SERVICE/CAB FARES – A. SIKES	50.00
11/25/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/25/13	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
11/25/13	CAR SERVICE/CAB FARES – N. ALLARD	8.30
11/25/13	CAR SERVICE/CAB FARES – P. KAUFMAN	29.94
11/25/13	CAR SERVICE/CAB FARES – R. RINGER	15.00
11/25/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/26/13	CAR SERVICE/CAB FARES – A. SIKES	50.00
11/26/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
11/26/13	CAR SERVICE/CAB FARES – P. KAUFMAN	25.50
11/26/13	CAR SERVICE/CAB FARES – R. RINGER	29.40
11/26/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/27/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/27/13	CAR SERVICE/CAB FARES – R. RINGER	50.00
11/29/13	CAR SERVICE/CAB FARES – R. RINGER	<u>29.30</u>
	TOTAL CAR SERVICE/CAB FARES	\$8,570.37

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/01/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
11/02/13	OVERTIME MEALS/IN-HOUSE – B. O'NEILL	7.89
11/02/13	OVERTIME MEALS/IN-HOUSE – K. DENK	18.69
11/03/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
11/03/13	OVERTIME MEALS/IN-HOUSE – G. HOROWITZ	10.59
11/04/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
11/04/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
11/04/13	OVERTIME MEALS/IN-HOUSE – B. BECKER	20.00
11/04/13	OVERTIME MEALS/IN-HOUSE – B. O'NEILL	20.00
11/04/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	20.00
11/04/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
11/04/13	OVERTIME MEALS/IN-HOUSE – D. EGGERMANN	20.00
11/04/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/04/13	OVERTIME MEALS/IN-HOUSE – G. HOROWITZ	17.98
11/04/13	OVERTIME MEALS/IN-HOUSE – H. STOOPACK	8.79
11/04/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
11/04/13	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
11/04/13	OVERTIME MEALS/IN-HOUSE – M. ZIEGLER	20.00
11/04/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
11/04/13	OVERTIME MEALS/IN-HOUSE – R. PHILLIP	20.00
11/04/13	OVERTIME MEALS/IN-HOUSE – S. KOCH	20.00
11/04/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
11/05/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
11/05/13	OVERTIME MEALS/IN-HOUSE – A. GOODMAN	20.00
11/05/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
11/05/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
11/05/13	OVERTIME MEALS/IN-HOUSE – B. BECKER	20.00
11/05/13	OVERTIME MEALS/IN-HOUSE – B. O'NEILL	20.00
11/05/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
11/05/13	OVERTIME MEALS/IN-HOUSE – D. EGGERMANN	20.00
11/05/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
11/05/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
11/05/13	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
11/05/13	OVERTIME MEALS/IN-HOUSE – M. ZIEGLER	20.00
11/05/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
11/05/13	OVERTIME MEALS/IN-HOUSE – P. FARBER	20.00
11/05/13	OVERTIME MEALS/IN-HOUSE – R. PHILLIP	20.00
11/05/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
11/05/13	OVERTIME MEALS/IN-HOUSE – S. KOCH	20.00
11/05/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
11/05/13	OVERTIME MEALS/IN-HOUSE – Y. CHERNYAK	20.00
11/05/13	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
11/06/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

February 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/06/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	13.99
11/06/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
11/06/13	OVERTIME MEALS/IN-HOUSE – D. EGGERMANN	20.00
11/06/13	OVERTIME MEALS/IN-HOUSE – M. ZIEGLER	20.00
11/06/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	12.79
11/06/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
11/06/13	OVERTIME MEALS/IN-HOUSE – S. GRIBBON	20.00
11/06/13	OVERTIME MEALS/IN-HOUSE – S. KOCH	20.00
11/07/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
11/07/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
11/07/13	OVERTIME MEALS/IN-HOUSE – D. MAYO	20.00
11/07/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
11/07/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
11/07/13	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
11/07/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
11/07/13	OVERTIME MEALS/IN-HOUSE – S. KOCH	19.45
11/07/13	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
11/07/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
11/07/13	OVERTIME MEALS/IN-HOUSE – T. PERETZ	20.00
11/08/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
11/08/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	18.07
11/08/13	OVERTIME MEALS/IN-HOUSE – D. MAYO	20.00
11/08/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	16.86
11/08/13	OVERTIME MEALS/IN-HOUSE – T. PERETZ	20.00
11/09/13	OVERTIME MEALS/IN-HOUSE – B. O'NEILL	7.89
11/09/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
11/09/13	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
11/09/13	OVERTIME MEALS/IN-HOUSE – S. KOCH	20.00
11/10/13	OVERTIME MEALS/IN-HOUSE – A. CIPOLLA	20.00
11/10/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/10/13	OVERTIME MEALS/IN-HOUSE – B. O’NEILL	7.89
11/10/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
11/10/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	12.55
11/10/13	OVERTIME MEALS/IN-HOUSE – D. MAYO	20.00
11/10/13	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
11/10/13	OVERTIME MEALS/IN-HOUSE – M. ZIEGLER	20.00
11/10/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
11/10/13	OVERTIME MEALS/IN-HOUSE – N. SIMON	20.00
11/10/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
11/10/13	OVERTIME MEALS/IN-HOUSE – S. KOCH	20.00
11/10/13	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
11/10/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
11/10/13	OVERTIME MEALS/IN-HOUSE – T. PERETZ	20.00
11/11/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	12.45
11/11/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	19.60
11/11/13	OVERTIME MEALS/IN-HOUSE – D. MAYO	20.00
11/11/13	OVERTIME MEALS/IN-HOUSE – E. FREJKA	13.55
11/11/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
11/11/13	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
11/11/13	OVERTIME MEALS/IN-HOUSE – M. ZIEGLER	20.00
11/11/13	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
11/11/13	OVERTIME MEALS/IN-HOUSE – S. GRIBBON	20.00
11/11/13	OVERTIME MEALS/IN-HOUSE – S. KOCH	20.00
11/11/13	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
11/11/13	OVERTIME MEALS/IN-HOUSE – T. PERETZ	20.00
11/12/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
11/12/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
11/12/13	OVERTIME MEALS/IN-HOUSE – B. WOLF	20.00
11/12/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	20.00
11/12/13	OVERTIME MEALS/IN-HOUSE – D. MAYO	20.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/12/13	OVERTIME MEALS/IN-HOUSE – J. SHARRET	20.00
11/12/13	OVERTIME MEALS/IN-HOUSE – M. ZIEGLER	20.00
11/12/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	11.43
11/12/13	OVERTIME MEALS/IN-HOUSE – S. GRIBBON	20.00
11/12/13	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
11/12/13	OVERTIME MEALS/IN-HOUSE – T. PERETZ	20.00
11/13/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	20.00
11/13/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
11/13/13	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
11/13/13	OVERTIME MEALS/IN-HOUSE – N. SIMON	15.13
11/14/13	OVERTIME MEALS/IN-HOUSE – B. O'NEILL	20.00
11/14/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	20.00
11/14/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
11/14/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
11/14/13	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
11/14/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
11/14/13	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
11/14/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
11/14/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
11/15/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
11/15/13	OVERTIME MEALS/IN-HOUSE – D. MAYO	20.00
11/16/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
11/16/13	OVERTIME MEALS/IN-HOUSE – B. BECKER	20.00
11/16/13	OVERTIME MEALS/IN-HOUSE – B. O'NEILL	7.35
11/16/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	20.00
11/16/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	17.71
11/17/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
11/17/13	OVERTIME MEALS/IN-HOUSE – B. BECKER	20.00
11/17/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	20.00
11/17/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/17/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
11/17/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
11/17/13	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
11/17/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
11/17/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
11/18/13	OVERTIME MEALS/IN-HOUSE – A. CHOUPROUTA	20.00
11/18/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
11/18/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	9.42
11/18/13	OVERTIME MEALS/IN-HOUSE – B. BECKER	20.00
11/18/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	20.00
11/18/13	OVERTIME MEALS/IN-HOUSE – D. MAYO	20.00
11/18/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
11/18/13	OVERTIME MEALS/IN-HOUSE – M. ZIEGLER	20.00
11/18/13	OVERTIME MEALS/IN-HOUSE – S. GRIBBON	20.00
11/18/13	OVERTIME MEALS/IN-HOUSE – T. PERETZ	20.00
11/19/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
11/19/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
11/19/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
11/19/13	OVERTIME MEALS/IN-HOUSE – S. GRIBBON	20.00
11/20/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
11/20/13	OVERTIME MEALS/IN-HOUSE – D. MAYO	20.00
11/20/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
11/20/13	OVERTIME MEALS/IN-HOUSE – K. ECKSTEIN	20.00
11/20/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
11/20/13	OVERTIME MEALS/IN-HOUSE – T. PERETZ	20.00
11/21/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
11/21/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	5.22
11/21/13	OVERTIME MEALS/IN-HOUSE – D. MAYO	20.00
11/21/13	OVERTIME MEALS/IN-HOUSE – M. GUCCION	20.00
11/21/13	OVERTIME MEALS/IN-HOUSE – T. PERETZ	20.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/23/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
11/23/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	16.92
11/23/13	OVERTIME MEALS/IN-HOUSE – Y. CHERNYAK	20.00
11/24/13	OVERTIME MEALS/IN-HOUSE – A. SIKES	20.00
11/24/13	OVERTIME MEALS/IN-HOUSE – D. MAYO	20.00
11/24/13	OVERTIME MEALS/IN-HOUSE – Y. CHERNYAK	20.00
11/25/13	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
11/25/13	OVERTIME MEALS/IN-HOUSE – T. PERETZ	20.00
11/26/13	OVERTIME MEALS/IN-HOUSE – A. DOVE	20.00
11/26/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	20.00
11/26/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
11/26/13	OVERTIME MEALS/IN-HOUSE – D. EGGERMANN	20.00
11/26/13	OVERTIME MEALS/IN-HOUSE – D. MAYO	20.00
11/26/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
11/26/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
11/26/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
11/26/13	OVERTIME MEALS/IN-HOUSE – S. KOCH	20.00
11/26/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	<u>20.00</u>
	TOTAL OVERTIME MEALS/IN-HOUSE	\$3,462.21
<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/04/13	OUT-OF-TOWN TRAVEL – H. STOOPACK – FLIGHT (IRS Meeting)	500.00
11/04/13	OUT-OF-TOWN TRAVEL – B. HERZOG – TRAIN (IRS Meeting)	481.25
11/12/13	OUT-OF-TOWN TRAVEL – N. SIMON – FLIGHT (Deposition)	870.30
11/12/13	OUT-OF-TOWN TRAVEL – N. SIMON – HOTEL (Deposition)	<u>450.00</u>
	TOTAL OUT-OF-TOWN TRAVEL	\$2,301.55
<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/18/13	OVERTIME HOTEL – D. MANNAL (3 NIGHTS)	<u>150.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
	TOTAL OVERTIME HOTEL	\$150.00

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/04/13	TRANSCRIPT FEES	50.40
11/04/13	TRANSCRIPT FEES – DEPOSITION OF R. SNELLENBARGER	2,115.10
11/05/13	TRANSCRIPT FEES	116.40
11/07/13	TRANSCRIPT FEES	272.70
11/08/13	TRANSCRIPT FEES	1,146.60
11/08/13	TRANSCRIPT FEES – DEPOSITION OF L. KRUGER	910.25
11/13/13	TRANSCRIPT FEES	878.91
11/13/13	TRANSCRIPT FEES	832.74
11/15/13	TRANSCRIPT FEES	84.00
11/15/13	TRANSCRIPT FEES	146.40
11/18/13	TRANSCRIPT FEES	190.80
11/18/13	TRANSCRIPT FEES – DEPOSITION OF J. ARETAKIS	469.71
11/18/13	TRANSCRIPT FEES – DEPOSITION OF A. CELINI	1,344.27
11/18/13	TRANSCRIPT FEES – DEPOSITION OF M. FAZIO	654.44
11/20/13	TRANSCRIPT FEES – DEPOSITION OF R. LYONS	3,727.94
11/20/13	TRANSCRIPT FEES – DEPOSITION OF R. LYONS	1,125.00
11/20/13	TRANSCRIPT FEES – DEPOSITION OF T. MARANO	1,796.64
11/20/13	TRANSCRIPT FEES	784.44
11/21/13	TRANSCRIPT FEES	3,685.20
11/24/13	TRANSCRIPT FEES	3,722.55
11/25/13	TRANSCRIPT FEES	3,373.95
11/25/13	TRANSCRIPT FEES	3,556.80
11/26/13	TRANSCRIPT FEES	1,394.40
11/27/13	TRANSCRIPT FEES	22.80
11/27/13	TRANSCRIPT FEES	45.60
11/29/13	TRANSCRIPT FEES	1,288.32

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

February 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/29/13	TRANSCRIPT FEES	293.60
11/29/13	TRANSCRIPT FEES – DEPOSITION OF A. GLASSNER	863.63
	TOTAL TRANSCRIPT FEES	\$34,893.59

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/01/13	MEETINGS	100.00
11/01/13	MEETINGS	20.00
11/04/13	MEETINGS	120.00
11/04/13	MEETINGS	16.36
11/05/13	MEETINGS	40.00
11/05/13	MEETINGS	160.00
11/05/13	MEETINGS	95.65
11/05/13	MEETINGS	186.00
11/06/13	MEETINGS	240.00
11/06/13	MEETINGS	120.00
11/06/13	MEETINGS	130.67
11/07/13	MEETINGS	47.11
11/07/13	MEETINGS	47.11
11/07/13	MEETINGS	100.00
11/07/13	MEETINGS	596.60
11/07/13	MEETINGS	1,000.00
11/07/13	MEETINGS	1,000.00
11/08/13	MEETINGS	133.94
11/11/13	MEETINGS	300.00
11/12/13	MEETINGS	82.75
11/12/13	MEETINGS	18.26
11/12/13	MEETINGS	160.00
11/12/13	MEETINGS	391.36
11/14/13	MEETINGS	20.00
11/14/13	MEETINGS	183.89

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

February 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/14/13	MEETINGS	51.47
11/15/13	MEETINGS	58.73
11/15/13	MEETINGS	120.00
11/15/13	MEETINGS – CREDIT	-69.42
11/15/13	MEETINGS	40.00
11/15/13	MEETINGS	80.00
11/15/13	MEETINGS	300.00
11/17/13	MEETING	160.00
11/18/13	MEETINGS	115.83
11/18/13	MEETINGS	88.84
11/18/13	MEETINGS	140.00
11/18/13	MEETINGS	261.30
11/18/13	MEETINGS	80.00
11/18/13	MEETINGS	296.27
11/19/13	MEETINGS	80.00
11/19/13	MEETINGS	261.30
11/19/13	MEETINGS	178.15
11/19/13	MEETINGS	60.00
11/19/13	MEETINGS	200.00
11/19/13	MEETINGS	300.00
11/19/13	MEETINGS	120.00
11/19/13	MEETINGS	115.83
11/19/13	MEETINGS	78.30
11/19/13	MEETINGS	292.47
11/20/13	MEETINGS	115.83
11/20/13	MEETINGS	240.00
11/20/13	MEETINGS	80.00
11/20/13	MEETINGS	73.66
11/20/13	MEETINGS	80.00
11/20/13	MEETINGS	230.75

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 18, 2014
Invoice No. 641376

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/20/13	MEETINGS	300.00
11/21/13	MEETINGS	60.00
11/21/13	MEETINGS	98.66
11/21/13	MEETINGS	60.00
11/21/13	MEETINGS	300.00
11/21/13	MEETINGS	316.53
11/25/13	MEETINGS	80.00
11/25/13	MEETINGS	60.00
11/25/13	MEETINGS	300.00
11/25/13	MEETINGS	91.09
11/25/13	MEETINGS	154.36
11/25/13	MEETINGS	300.00
11/26/13	MEETINGS	56.82
11/26/13	MEETINGS	58.40
11/27/13	MEETINGS	<u>42.87</u>
	TOTAL MEETINGS	\$11,817.74

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/30/13	DATA HOSTING CHARGES	38.05
11/30/13	DATA HOSTING CHARGES	46.00
11/30/13	DATA HOSTING CHARGES	<u>759.20</u>
	TOTAL DATA HOSTING CHARGES	\$843.25

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/26/13	PROFESSIONAL & CONSULTING FEES - U.S. LEGAL SUPPORT (TRIAL CONSULTANTS)	18,609.23
11/26/13	PROFESSIONAL & CONSULTING FEES - U.S. LEGAL SUPPORT (TRIAL CONSULTANTS)	<u>1,924.37</u>
	TOTAL PROFESSIONAL & CONSULTING FEES	\$20,533.60

TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$172,550.29</u>
--	----------------------------

December 1-17 2013 Disbursement Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP

1177 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
PHONE 212.715.9100
FAX 212.715.8000

February 28, 2014

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF
UNSECURED
CREDITORS
NEW YORK, NY 10036

When remitting,
please reference:

Invoice Number: 642338
066069

FOR PROFESSIONAL SERVICES rendered through December 17, 2013,
as per the attached detail.

DISBURSEMENTS AND OTHER CHARGES 32,420.81

Amounts due may be remitted by wire transfer.

Bank: Citibank, N.A.
153 East 53rd Street, 23rd Floor New York, N.Y. 10022
ABA No: 021000089
Account Name: Kramer Levin Naftalis & Frankel LLP Account AR
Account No.: 4979206709
Reference: Invoice No. 642338
Attention: Joseph Scotto (212) 559-6338

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID# 13-1944339

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 USE, SALE OR LEASE OF PROPERTY

February 28, 2014
Invoice No. 642338

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PHOTOCOPYING	1,896.50
CONFERENCE CALLS	18,364.27
WESTLAW ON-LINE RESEARCH	2,918.23
LEXIS/NEXIS ON-LINE RESEARCH	2,322.93
DOCUMENT RETRIEVAL FEES	11.20
MESSENGER/COURIER – FED EX	168.63
CAR SERVICE/CAB FARES	2,544.10
OVERTIME MEALS/IN-HOUSE	1,043.28
BLOOMBERG LAW RETRIEVAL FEES	137.91
TRANSCRIPT FEES	732.54
MEETINGS	566.22
PROFESSIONAL/CONSULTING FEES	1,715.00
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$32,420.81</u>

DETAIL OF DISBURSEMENTS AND OTHER CHARGES

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/03/13	PHOTOCOPYING	93.50
12/03/13	PHOTOCOPYING	6.20
12/03/13	PHOTOCOPYING	1.90
12/03/13	PHOTOCOPYING	55.80
12/04/13	PHOTOCOPYING	0.20
12/04/13	PHOTOCOPYING	93.80
12/04/13	PHOTOCOPYING	0.40
12/04/13	PHOTOCOPYING	182.60
12/05/13	PHOTOCOPYING	75.10

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 USE, SALE OR LEASE OF PROPERTY

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/06/13	PHOTOCOPYING	176.80
12/09/13	PHOTOCOPYING	47.70
12/09/13	PHOTOCOPYING	7.40
12/09/13	PHOTOCOPYING	10.40
12/09/13	PHOTOCOPYING	19.00
12/09/13	PHOTOCOPYING	1.20
12/10/13	PHOTOCOPYING	46.80
12/10/13	PHOTOCOPYING	0.60
12/10/13	PHOTOCOPYING	160.30
12/10/13	PHOTOCOPYING	29.00
12/10/13	PHOTOCOPYING	33.90
12/10/13	PHOTOCOPYING	34.50
12/10/13	PHOTOCOPYING	11.50
12/11/13	PHOTOCOPYING	2.00
12/11/13	PHOTOCOPYING	5.00
12/11/13	PHOTOCOPYING	31.00
12/11/13	PHOTOCOPYING	48.60
12/11/13	PHOTOCOPYING	111.10
12/11/13	PHOTOCOPYING	154.50
12/13/13	PHOTOCOPYING	1.00
12/13/13	PHOTOCOPYING	92.40
12/13/13	PHOTOCOPYING	4.80
12/13/13	PHOTOCOPYING	47.60
12/16/13	PHOTOCOPYING	8.90
12/16/13	PHOTOCOPYING	3.20
12/16/13	PHOTOCOPYING	0.80
12/17/13	PHOTOCOPYING	<u>297.00</u>
	TOTAL PHOTOCOPYING	\$1,896.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 USE, SALE OR LEASE OF PROPERTY

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/01/13	CONFERENCE CALLS	30.64
12/01/13	CONFERENCE CALLS	578.39
12/02/13	CONFERENCE CALLS	35.47
12/02/13	CONFERENCE CALLS	8.94
12/02/13	CONFERENCE CALLS	25.04
12/02/13	CONFERENCE CALLS	402.21
12/02/13	CONFERENCE CALLS	711.27
12/03/13	CONFERENCE CALLS	191.62
12/03/13	CONFERENCE CALLS	247.00
12/03/13	CONFERENCE CALLS	228.39
12/03/13	CONFERENCE CALLS	16.66
12/03/13	CONFERENCE CALLS	23.89
12/03/13	CONFERENCE CALLS	36.22
12/03/13	CONFERENCE CALLS	240.00
12/04/13	CONFERENCE CALLS	8.54
12/04/13	CONFERENCE CALLS	16.67
12/04/13	CONFERENCE CALLS	0.96
12/04/13	CONFERENCE CALLS	9.34
12/04/13	CONFERENCE CALLS	6,078.44
12/04/13	CONFERENCE CALLS	86.00
12/06/13	CONFERENCE CALLS	38.72
12/06/13	CONFERENCE CALLS	30.00
12/06/13	CONFERENCE CALLS	198.00
12/06/13	CONFERENCE CALLS	65.00
12/09/13	CONFERENCE CALLS	38.89
12/09/13	CONFERENCE CALLS	15.15
12/10/13	CONFERENCE CALLS	84.30
12/10/13	CONFERENCE CALLS	30.00
12/10/13	CONFERENCE CALLS	51.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 USE, SALE OR LEASE OF PROPERTY

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/11/13	CONFERENCE CALLS	2.44
12/11/13	CONFERENCE CALLS	143.71
12/11/13	CONFERENCE CALLS	5,840.35
12/11/13	CONFERENCE CALLS	43.04
12/12/13	CONFERENCE CALLS	66.60
12/12/13	CONFERENCE CALLS	1,042.45
12/13/13	CONFERENCE CALLS	40.16
12/13/13	CONFERENCE CALLS	16.67
12/15/13	CONFERENCE CALLS	14.58
12/16/13	CONFERENCE CALLS	39.54
12/16/13	CONFERENCE CALLS	74.95
12/16/13	CONFERENCE CALLS	18.07
12/16/13	CONFERENCE CALLS	53.73
12/17/13	CONFERENCE CALLS	181.04
12/17/13	CONFERENCE CALLS	25.18
12/17/13	CONFERENCE CALLS	<u>1,235.01</u>
	TOTAL CONFERENCE CALLS	\$18,364.27

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/01/13	WESTLAW ON-LINE RESEARCH	285.07
12/03/13	WESTLAW ON-LINE RESEARCH	166.34
12/06/13	WESTLAW ON-LINE RESEARCH	162.43
12/06/13	WESTLAW ON-LINE RESEARCH	46.11
12/12/13	WESTLAW ON-LINE RESEARCH	87.39
12/15/13	WESTLAW ON-LINE RESEARCH	36.16
12/17/13	WESTLAW ON-LINE RESEARCH	505.06
12/17/13	WESTLAW ON-LINE RESEARCH	1,519.38
12/17/13	WESTLAW ON-LINE RESEARCH	<u>110.29</u>
	TOTAL WESTLAW ON-LINE RESEARCH	\$2,918.23

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 USE, SALE OR LEASE OF PROPERTY

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/02/13	LEXIS/NEXIS ON-LINE RESEARCH	172.47
12/03/13	LEXIS/NEXIS ON-LINE RESEARCH	154.69
12/04/13	LEXIS/NEXIS ON-LINE RESEARCH	132.39
12/05/13	LEXIS/NEXIS ON-LINE RESEARCH	267.59
12/06/13	LEXIS/NEXIS ON-LINE RESEARCH	648.05
12/13/13	LEXIS/NEXIS ON-LINE RESEARCH	26.50
12/15/13	LEXIS/NEXIS ON-LINE RESEARCH	52.97
12/17/13	LEXIS/NEXIS ON-LINE RESEARCH	<u>868.27</u>
	TOTAL LEXIS/NEXIS ON-LINE RESEARCH	\$2,322.93

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/02/13	DOCUMENT RETRIEVAL FEES	0.82
12/02/13	DOCUMENT RETRIEVAL FEES	0.68
12/03/13	DOCUMENT RETRIEVAL FEES	0.82
12/04/13	DOCUMENT RETRIEVAL FEES	0.82
12/05/13	DOCUMENT RETRIEVAL FEES	0.82
12/06/13	DOCUMENT RETRIEVAL FEES	0.82
12/09/13	DOCUMENT RETRIEVAL FEES	0.82
12/09/13	DOCUMENT RETRIEVAL FEES	0.68
12/10/13	DOCUMENT RETRIEVAL FEES	0.82
12/11/13	DOCUMENT RETRIEVAL FEES	0.82
12/12/13	DOCUMENT RETRIEVAL FEES	0.82
12/13/13	DOCUMENT RETRIEVAL FEES	0.82
12/16/13	DOCUMENT RETRIEVAL FEES	0.82
12/17/13	DOCUMENT RETRIEVAL FEES	<u>0.82</u>
	TOTAL DOCUMENT RETRIEVAL FEES	\$11.20

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/11/13	MESSENGER/COURIER – FED EX	15.33
12/11/13	MESSENGER/COURIER – FED EX	15.33

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 USE, SALE OR LEASE OF PROPERTY

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/11/13	MESSENGER/COURIER – FED EX	15.33
12/11/13	MESSENGER/COURIER – FED EX	15.33
12/11/13	MESSENGER/COURIER – FED EX	15.33
12/11/13	MESSENGER/COURIER – FED EX	15.33
12/11/13	MESSENGER/COURIER – FED EX	15.33
12/11/13	MESSENGER/COURIER – FED EX	15.33
12/11/13	MESSENGER/COURIER – FED EX	15.33
12/11/13	MESSENGER/COURIER – FED EX	15.33
12/11/13	MESSENGER/COURIER – FED EX	<u>15.33</u>
	TOTAL MESSENGER/COURIER – FED EX	\$168.63

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/01/13	CAR SERVICE/CAB FARES – D. BLABEY	8.30
12/01/13	CAR SERVICE/CAB FARES – J. BESSONETTE	15.00
12/02/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
12/02/13	CAR SERVICE/CAB FARES – D. BESSNER	50.00
12/02/13	CAR SERVICE/CAB FARES – D. MANNAL	50.00
12/02/13	CAR SERVICE/CAB FARES – N. ALLARD	12.60
12/03/13	CAR SERVICE/CAB FARES – J. BESSONETTE	11.00
12/03/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
12/03/13	CAR SERVICE/CAB FARES – R. RINGER	50.00
12/03/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
12/04/13	CAR SERVICE/CAB FARES – A. WEBBER	50.00
12/04/13	CAR SERVICE/CAB FARES – C. ARCHER	50.00
12/04/13	CAR SERVICE/CAB FARES – J. BESSONETTE	12.00
12/04/13	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
12/04/13	CAR SERVICE/CAB FARES – R. RINGER	24.60
12/05/13	CAR SERVICE/CAB FARES – B. HERZOG	50.00
12/05/13	CAR SERVICE/CAB FARES – D. EGGERMANN	50.00
12/05/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 USE, SALE OR LEASE OF PROPERTY

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/05/13	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
12/05/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
12/06/13	CAR SERVICE/CAB FARES – N. ALLARD	10.70
12/06/13	CAR SERVICE/CAB FARES – R. RINGER	22.80
12/08/13	CAR SERVICE/CAB FARES – J. BESSONETTE	12.00
12/09/13	CAR SERVICE/CAB FARES – A. DIENSTAG	50.00
12/09/13	CAR SERVICE/CAB FARES – A. KAUP	50.00
12/09/13	CAR SERVICE/CAB FARES – A. TRAUM	50.00
12/09/13	CAR SERVICE/CAB FARES – D. BROWN	24.60
12/09/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
12/09/13	CAR SERVICE/CAB FARES – R. RINGER	27.60
12/09/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
12/10/13	CAR SERVICE/CAB FARES – A. DIENSTAG	50.00
12/10/13	CAR SERVICE/CAB FARES – C. ARCHER	50.00
12/10/13	CAR SERVICE/CAB FARES – D. BROWN	24.00
12/10/13	CAR SERVICE/CAB FARES – D. MANNAL	50.00
12/10/13	CAR SERVICE/CAB FARES – J. BESSONETTE	12.00
12/10/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
12/10/13	CAR SERVICE/CAB FARES – N. ALLARD	8.40
12/10/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
12/11/13	CAR SERVICE/CAB FARES – A. DIENSTAG	50.00
12/11/13	CAR SERVICE/CAB FARES – C. ARCHER	50.00
12/11/13	CAR SERVICE/CAB FARES – D. MANNAL	50.00
12/11/13	CAR SERVICE/CAB FARES – J. BESSONETTE	12.00
12/11/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
12/11/13	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
12/11/13	CAR SERVICE/CAB FARES – N. ALLARD	9.00
12/11/13	CAR SERVICE/CAB FARES – R. RINGER	50.00
12/11/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 USE, SALE OR LEASE OF PROPERTY

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/12/13	CAR SERVICE/CAB FARES – A. TRAUM	50.00
12/12/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
12/12/13	CAR SERVICE/CAB FARES – N. ALLARD	8.30
12/12/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
12/13/13	CAR SERVICE/CAB FARES – C. ARCHER	50.00
12/14/13	CAR SERVICE/CAB FARES – D. BLABEY	9.00
12/15/13	CAR SERVICE/CAB FARES – J. BESSONETTE	11.00
12/16/13	CAR SERVICE/CAB FARES – A. DIENSTAG	50.00
12/16/13	CAR SERVICE/CAB FARES – A. TRAUM	50.00
12/16/13	CAR SERVICE/CAB FARES – B. BECKER	50.00
12/16/13	CAR SERVICE/CAB FARES – B. HERZOG	50.00
12/16/13	CAR SERVICE/CAB FARES – C. ARCHER	50.00
12/16/13	CAR SERVICE/CAB FARES – J. BESSONETTE	12.00
12/16/13	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
12/16/13	CAR SERVICE/CAB FARES – N. ALLARD	7.20
12/16/13	CAR SERVICE/CAB FARES – S. ZIDE	50.00
12/17/13	CAR SERVICE/CAB FARES – J. SHIFER	50.00
12/17/13	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
12/17/13	CAR SERVICE/CAB FARES – S. ZIDE	<u>50.00</u>
	TOTAL CAR SERVICE/CAB FARES	\$2,544.10

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/01/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	7.60
12/02/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	19.23
12/02/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	20.00
12/02/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
12/02/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
12/02/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
12/03/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
12/03/13	OVERTIME MEALS/IN-HOUSE – T. PERETZ	20.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 USE, SALE OR LEASE OF PROPERTY

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/04/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	20.00
12/04/13	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
12/04/13	OVERTIME MEALS/IN-HOUSE – J. BESSONETTE	20.00
12/04/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
12/04/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
12/05/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	20.00
12/05/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
12/05/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	13.17
12/09/13	OVERTIME MEALS/IN-HOUSE – A. KAUP	19.80
12/09/13	OVERTIME MEALS/IN-HOUSE – A. TRAUM	20.00
12/09/13	OVERTIME MEALS/IN-HOUSE – D. BROWN	18.60
12/09/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
12/09/13	OVERTIME MEALS/IN-HOUSE – J. BESSONETTE	20.00
12/09/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
12/09/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
12/09/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
12/09/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
12/10/13	OVERTIME MEALS/IN-HOUSE – A. TRAUM	19.95
12/10/13	OVERTIME MEALS/IN-HOUSE – B. BECKER	20.00
12/10/13	OVERTIME MEALS/IN-HOUSE – D. BESSNER	20.00
12/10/13	OVERTIME MEALS/IN-HOUSE – D. BROWN	15.07
12/10/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
12/10/13	OVERTIME MEALS/IN-HOUSE – J. BESSONETTE	20.00
12/10/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
12/10/13	OVERTIME MEALS/IN-HOUSE – K. ECKSTEIN	20.00
12/10/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	16.43
12/10/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
12/10/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
12/11/13	OVERTIME MEALS/IN-HOUSE – A. TRAUM	20.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 USE, SALE OR LEASE OF PROPERTYFebruary 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/11/13	OVERTIME MEALS/IN-HOUSE – D. BROWN	15.67
12/11/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
12/11/13	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
12/12/13	OVERTIME MEALS/IN-HOUSE – A. TRAUM	20.00
12/12/13	OVERTIME MEALS/IN-HOUSE – C. ARCHER	20.00
12/12/13	OVERTIME MEALS/IN-HOUSE – J. BESSONETTE	20.00
12/15/13	OVERTIME MEALS/IN-HOUSE – J. BESSONETTE	17.76
12/16/13	OVERTIME MEALS/IN-HOUSE – A. TRAUM	20.00
12/16/13	OVERTIME MEALS/IN-HOUSE – B. BECKER	20.00
12/16/13	OVERTIME MEALS/IN-HOUSE – C. ARCHER	20.00
12/16/13	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
12/16/13	OVERTIME MEALS/IN-HOUSE – J. BESSONETTE	20.00
12/16/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
12/16/13	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
12/16/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
12/17/13	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
12/17/13	OVERTIME MEALS/IN-HOUSE – S. ZIDE	<u>20.00</u>
	TOTAL OVERTIME MEALS/IN-HOUSE	\$1,043.28

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/11/13	BLOOMBERG LAW RETRIEVAL FEES	1.74
12/11/13	BLOOMBERG LAW RETRIEVAL FEES	32.52
12/11/13	BLOOMBERG LAW RETRIEVAL FEES	6.74
12/11/13	BLOOMBERG LAW RETRIEVAL FEES	2.94
12/11/13	BLOOMBERG LAW RETRIEVAL FEES	26.76
12/11/13	BLOOMBERG LAW RETRIEVAL FEES	41.55
12/11/13	BLOOMBERG LAW RETRIEVAL FEES	2.28
12/13/13	BLOOMBERG LAW RETRIEVAL FEES	3.26
12/13/13	BLOOMBERG LAW RETRIEVAL FEES	6.53
12/13/13	BLOOMBERG LAW RETRIEVAL FEES	7.61

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 USE, SALE OR LEASE OF PROPERTY

February 28, 2014
Invoice No. 642338

12/13/13	BLOOMBERG LAW RETRIEVAL FEES	3.26
12/13/13	BLOOMBERG LAW RETRIEVAL FEES	<u>2.72</u>
	TOTAL BLOOMBERG LAW RETRIEVAL FEES	\$137.91

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/04/13	TRANSCRIPT FEES	63.60
12/12/13	TRANSCRIPT FEES	273.00
12/16/13	TRANSCRIPT FEES	<u>395.94</u>
	TOTAL TRANSCRIPT FEES	\$732.54

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/02/13	MEETING	189.57
12/09/13	MEETING	98.04
12/11/13	MEETING	78.61
12/17/13	MEETING	<u>200.00</u>
	TOTAL MEETING	\$566.22

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/06/13	PROFESSIONAL/CONSULTING FEES – U.S. LEGAL TRIAL SUPPORT (TRIAL CONSULTANTS)	<u>1,715.00</u>
	TOTAL PROFESSIONAL/CONSULTING FEES	\$1,715.00

	TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$32,420.81</u>
--	--	---------------------------

EXHIBIT C-2

SUMMARY OF MEETING CHARGES FOR THE FIFTH INTERIM PERIOD

Summary of Kramer Levin September – December 17, 2013 Meeting Charges

Date	Number of Attendees	Cost Per Person (\$)	Charge (\$)
09/03/13	5	20.00	100.00
09/03/13	1	20.00	20.00
09/03/13	10	7.08	70.78
09/03/13	10	7.08	70.78
09/03/13	20	20.00	400.00
09/04/13	15	20.00	300.00
09/04/13	5	20.00	100.00
09/04/13	8	17.13	137.06
09/04/13	1	12.43	12.43
09/04/13	10	7.08	70.78
09/04/13	10	7.08	70.78
09/05/13	6	8.35	50.07
09/06/13	6	8.35	50.07
09/06/13	8	15.56	124.50
09/09/13	13	20.00	260.00
09/09/13	3	20.00	60.00
09/09/13	12	20.00	240.00
09/10/13	20	20.00	400.00
09/10/13	5	20.00	100.00
09/10/13	20	13.07	261.35
09/10/13	1	20.00	20.00
09/11/13	5	20.00	100.00
09/11/13	10	7.08	70.78
09/11/13	10	7.08	70.78
09/11/13	1	12.64	12.64
09/12/13	5	20.00	100.00
09/12/13	1	19.11	19.11
09/12/13	7	20.00	140.00
09/12/13	12	14.40	172.78
09/12/13	4	15.86	63.43
09/13/13	6	7.15	42.87
09/13/13	6	20.00	120.00
09/17/13	10	7.59	75.96
09/17/13	10	20.00	200.00
09/18/13	9	20.00	180.00
09/18/13	14	20.00	280.00
09/19/13	1	12.43	12.43
09/19/13	3	16.73	50.20
09/19/13	10	20.00	200.00

Summary of Kramer Levin September – December 17, 2013 Meeting Charges

Date	Number of Attendees	Cost Per Person (\$)	Charge (\$)
09/19/13	5	20.00	100.00
09/19/13	1	8.19	8.19
09/19/13	20	7.62	152.45
09/19/13	10	13.39	133.94
09/19/13	14	20.00	280.00
09/20/13	5	10.01	50.51
09/20/13	6	20.00	120.00
09/23/13	6	20.00	120.00
09/23/13	1	13.78	13.78
09/25/13	10	20.00	200.00
09/25/13	10	20.00	200.00
09/25/13	6	16.49	98.93
09/26/13	6	13.03	78.20
09/26/13	3	20.00	60.00
09/27/13	12	10.96	131.50
09/30/13	10	20.00	200.00
08/21/13	8	20.00	160.00
10/01/13	3	20.00	60.00
10/01/13	12	19.62	235.45
10/01/13	6	20.00	120.00
10/01/13	15	15.32	229.86
10/01/13	10	15.39	153.90
10/01/13	6	20.00	120.00
10/02/13	7	20.00	140.00
10/02/13	6	20.00	120.00
10/02/13	55	20.00	1,100.00
10/02/13	5	20.00	100.00
10/02/13	50	11.82	591.21
10/03/13	4	12.11	48.42
10/03/13	10	11.88	118.77
10/03/13	10	13.68	136.84
10/04/13	6	13.03	78.20
10/04/13	15	20.00	300.00
10/07/13	8	7.10	56.82
10/07/13	8	7.10	56.82
10/07/13	16	7.10	113.65
10/08/13	13	20.00	260.00
10/08/13	5	20.00	100.00
10/08/13	8	20.00	160.00
10/08/13	8	20.00	160.00

Summary of Kramer Levin September – December 17, 2013 Meeting Charges

Date	Number of Attendees	Cost Per Person (\$)	Charge (\$)
10/08/13	12	20.00	240.00
10/09/13	20	20.00	400.00
10/09/13	1	13.78	13.78
10/09/13	1	20.00	20.00
10/09/13	1	20.00	20.00
10/09/13	6	13.10	78.61
10/09/13	6	20.00	120.00
10/09/13	3	11.93	35.79
10/09/13	15	13.07	196.01
10/10/13	15	7.14	107.17
10/10/13	15	7.14	107.17
10/10/13	10	20.00	200.00
10/10/13	1	8.80	8.80
10/10/13	8	20.00	160.00
10/10/13	8	20.00	160.00
10/10/13	8	20.00	160.00
10/10/13	8	20.00	160.00
10/10/13	8	20.00	160.00
10/11/13	50	5.52	276.01
10/11/13	6	11.63	69.79
10/11/13	15	11.63	174.48
10/11/13	8	20.00	160.00
10/11/13	8	20.00	160.00
10/14/13	3	17.60	52.81
10/14/13	20	5.28	105.56
10/14/13	15	19.04	285.67
10/14/13	20	5.81	116.15
10/14/13	20	12.54	250.89
10/15/13	6	13.36	80.16
10/15/13	10	12.97	129.67
10/15/13	20	20.00	400.00
10/15/13	20	20.00	116.32
10/15/13	20	6.67	133.46
10/16/13	3	20.00	60.00
10/16/13	4	20.00	80.00
10/16/13	12	12.70	152.42
10/16/13	50	4.56	228.16
10/16/13	20	5.82	116.32
10/16/13	6	13.36	80.16
10/16/13	12	20.00	240.00
10/16/13	20	20.00	400.00

Summary of Kramer Levin September – December 17, 2013 Meeting Charges

Date	Number of Attendees	Cost Per Person (\$)	Charge (\$)
10/16/13	20	8.49	169.83
10/17/13	30	15.65	469.56
10/17/13	12	20.00	240.00
10/17/13	12	20.00	240.00
10/17/13	10	20.00	200.00
10/17/13	20	5.82	116.32
10/17/13	4	20.00	80.00
10/17/13	8	19.16	153.29
10/18/13	4	20.00	80.00
10/18/13	10	5.82	58.16
10/19/13	12	20.00	240.00
10/20/13	15	20.00	300.00
10/20/13	5	20.00	100.00
10/20/13	6	20.00	120.00
10/21/13	15	20.00	300.00
10/21/13	6	20.00	120.00
10/21/13	15	16.44	246.58
10/21/13	4	20.00	80.00
10/21/13	5	20.00	100.00
10/21/13	15	18.88	283.26
10/21/13	15	5.82	87.24
10/22/13	4	20.00	80.00
10/22/13	16	17.96	287.36
10/22/13	15	20.00	300.00
10/22/13	15	16.62	249.37
10/22/13	15	7.14	107.17
10/23/13	15	7.14	107.17
10/23/13	4	20.00	80.00
10/23/13	15	14.73	221.40
10/23/13	16	17.96	287.36
10/24/13	7	18.67	130.71
10/28/13	1	20.00	20.00
10/28/13	8	11.39	91.09
10/28/13	8	20.00	160.00
11/01/13	5	20.00	100.00
11/01/13	1	20.00	20.00
11/04/13	6	20.00	120.00
11/04/13	1	16.36	16.36
11/05/13	8	20.00	160.00
11/05/13	2	20.00	40.00

Summary of Kramer Levin September – December 17, 2013 Meeting Charges

Date	Number of Attendees	Cost Per Person (\$)	Charge (\$)
11/05/13	16	11.63	186.00
11/05/13	9	10.63	95.65
11/06/13	6	20.00	120.00
11/06/13	12	20.00	240.00
11/06/13	10	13.07	130.67
11/07/13	8	5.89	47.11
11/07/13	8	5.89	47.11
11/07/13	5	20.00	100.00
11/07/13	50	20.00	1,000.00
11/07/13	50	20.00	1,000.00
11/07/13	40	14.92	596.60
11/08/13	10	13.39	133.94
11/11/13	15	20.00	300.00
11/12/13	6	13.79	82.75
11/12/13	20	19.57	391.36
11/12/13	8	20.00	160.00
11/12/13	1	18.26	18.26
11/14/13	1	20.00	20.00
11/14/13	12	15.32	183.89
11/14/13	4	12.87	51.47
11/15/13	7	8.39	58.73
11/15/13	15	20.00	300.00
11/15/13	4	20.00	80.00
11/15/13	CREDIT		-69.42
11/15/13	2	20.00	40.00
11/15/13	6	20.00	120.00
11/17/13	10	20.00	160.00
11/18/13	15	7.72	115.83
11/18/13	8	11.11	88.84
11/18/13	7	20.00	140.00
11/18/13	4	20.00	80.00
11/18/13	27	10.97	296.27
11/18/13	15	17.42	261.30
11/19/13	3	20.00	60.00
11/19/13	6	20.00	120.00
11/19/13	15	20.00	300.00
11/19/13	8	9.79	78.30
11/19/13	15	11.88	178.15
11/19/13	15	17.42	261.30
11/19/13	10	20.00	200.00

Summary of Kramer Levin September – December 17, 2013 Meeting Charges

Date	Number of Attendees	Cost Per Person (\$)	Charge (\$)
11/19/13	15	7.72	115.83
11/19/13	4	20.00	80.00
11/19/13	26	11.25	292.47
11/20/13	12	20.00	240.00
11/20/13	15	7.72	115.83
11/20/13	4	20.00	80.00
11/20/13	15	20.00	300.00
11/20/13	4	20.00	80.00
11/20/13	17	13.57	230.75
11/20/13	6	12.28	73.66
11/21/13	3	20.00	60.00
11/21/13	8	12.33	98.66
11/21/13	3	20.00	60.00
11/21/13	15	20.00	300.00
11/21/13	30	10.55	316.53
11/25/13	8	19.30	154.36
11/25/13	3	20.00	60.00
11/25/13	8	11.39	91.09
11/25/13	15	20.00	300.00
11/25/13	4	20.00	80.00
11/25/13	15	20.00	300.00
11/26/13	6	9.73	58.40
11/26/13	8	7.10	56.82
11/27/13	6	7.15	42.87
12/02/13	10	18.96	189.57
12/09/13	5	19.601	98.04
12/11/13	6	13.10	78.61
12/17/13	10	20.00	200.00
TOTAL			<u>\$35,842.21</u>

EXHIBIT C-3

SUMMARY OF PHOTOCOPYING CHARGES FOR FIFTH INTERIM PERIOD

Summary of Kramer Levin September-December 17, 2013 Photocopying Charges

Type	Number of Pages	Cost Per Page (\$)	Amount (\$)
SEPTEMBER 2013			
Internal:			
Black & White	132,661	.10	13,266.10
Color	19,497.00	.10	1,949.70
OCTOBER 2013			
Internal:			
Black & White	138,499.00	.10	13,849.90
Color	2,833.00	.10	283.30
Vendor:			
09/26/13	53,662.00	.08	4,309.48
09/26/13	44,450	.08	3,556.00
09/30/13	18,840	.08	1,528.20
10/16/13	19,936	.08	1,656.26
10/16/13	5,014	.098	491.92
10/16/13	4,260.00	.09	384.60
10/18/13	23,845	.09	2,202.08
10/21/13	79,636.00	.082	6,537.26
NOVEMBER 2013			
Internal:			
Black & White	69,197.00	.10	6,919.70
Color	5,798.00	.10	579.80
Vendor:			
11/04/13	37,158	.10	4,492.88 ¹
11/04/13	8,104	.091	742.34
11/05/13	8,796	.10	879.60
11/14/13	19,180	.10	1,918.00
11/20/13	22,182	.10	2,218.20
11/26/13	31,536	.096	3,032.72
11/29/13	15,893	.10	1,589.30
DECEMBER 1-17 2013			
Internal:			
Black & White	16,599.00	.10	1,659.90
Color	2,366.00	.10	236.6
Total:	779,942		74,283.84
Avg Cost Per Page:			.095

¹ Includes \$778.08 for Bates Stamping Potential Exhibits for Cross Examination.

EXHIBIT D
SUMMARY OF TIME BY CATEGORY

<u>Matter No.</u>	<u>Matter Name</u>	<u>Fifth Interim Period</u>		<u>Total Compensation Period</u>	
		<u>Total Hours</u>	<u>Total Compensation</u>	<u>Total Hours</u>	<u>Total Compensation</u>
066069-00001	Case Administration	73.50	\$32,042.00	720.10	\$365,208.00
066069-00002	DIP / Cash Collateral	50.40	\$36,652.00	6,517.10	\$4,359,612.00
066069-00003	Use, Sale or Lease of Property	184.50	\$131,305.50	4,463.30	\$3,224,661.00
066069-00004	Chapter 11 Plan / Disclosure Statement	8,068.90	\$5,794,693.50	15,260.30	\$11,028,571.00
066069-00005	Corporate and Securities Matters	0	0.00	25.00	\$15,397.00
066069-00006	AFI Investigation	0	0.00	22,007.20	\$13,599,984.50
066069-00007	RMBS Issues	0	0.00	18,581.90	\$12,468,916.50
066069-00008	JSN Adversary Proceedings	7,242.90	\$4,997,718.50	11,376.40	\$7,991,005.50
066069-00009	Intercreditor Issues	0	0.00	5.10	\$4,429.00
066069-00010	Committee Meetings / Communications	435.80	\$290,311.50	3,210.30	\$2,214,083.50
066069-00011	Motions	225.60	\$148,214.00	4,861.30	\$3,418,888.00
066069-00012	Court Hearings	541.80	\$410,559.00	1,939.50	\$1,370,104.50
066069-00013	Employee Benefits / Executive Compensation	40.30	\$29,271.00	686.50	\$487,913.50
066069-00014	Tax Matters	188.60	\$147,868.50	571.50	\$378,378.50
066069-00015	Executory Contracts / Unexpired Leases	1.10	\$764.50	37.90	\$25,270.50
066069-00016	Claims Analysis and Administrations	857.30	\$612,290.50	3,242.10	\$2,178,108.00
066069-00017	Creditor Inquiries	10.60	\$3,699.00	125.90	\$65,155.00
066069-00018	Retention of Professionals	93.50	\$58,652.50	951.40	\$604,042.00
066069-00019	Fee Statements/Applications	164.10	\$75,369.50	1,521.90	\$631,262.00
066069-00020	Automatic Stay	102.00	\$53,318.00	1,023.10	\$615,739.00

066069-00021	Business Operations	0	0.00	45.80	\$25,204.50
066069-00023	Meetings	0	0.00	84.20	\$64,083.50
066069-00024	Regulatory Issues	40.70	\$30,721.50	108.10	\$82,617.00
066069-00025	Insurance Matters	0	0.00	96.60	\$81,654.50
066069-00026	Borrower Claims Trust	96.80	\$73,962.00	137.40	\$104,227.00
TOTAL		18,418.4	\$12,927,413.00	97,599.9	\$65,404,515.50

EXHIBIT E

TIME DETAIL

KRAMER LEVIN NAFTALIS & FRANKEL LLP

1177 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
PHONE 212.715.9100
FAX 212.715.8000

December 11, 2013

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF
UNSECURED
CREDITORS
NEW YORK, NY 10036

When remitting,
please reference:

Invoice Number: 636290
066069

REVISED FOR FINAL FEE APPLICATION

FOR PROFESSIONAL SERVICES rendered through September 30, 2013,
as per the attached time detail.

FEES	\$3,046,139.00
DISBURSEMENTS AND OTHER CHARGES	<u>113,654.56</u>
INVOICE TOTAL	<u>\$3,159,793.56</u>

Amounts due may be remitted by wire transfer.

Bank: Citibank, N.A.
153 East 53rd Street, 23rd Floor New York, N.Y. 10022
ABA No: 021000089
Account Name: Kramer Levin Naftalis & Frankel LLP Account AR
Account No.: 4979206709
Reference: Invoice No. 636290
Attention: Joseph Scotto (212) 559-6338

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID# 13-1944339

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)

December 11, 2013
Invoice No. 636290

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ZIDE, STEPHEN	ASSOCIATE	2.00	1,490.00
SHIFER, JOSEPH A	ASSOCIATE	0.80	556.00
RINGER, RACHAEL L	ASSOCIATE	1.10	616.00
ALLARD, NATHANIEL	ASSOCIATE	<u>19.30</u>	<u>8,202.50</u>
TOTAL		<u>23.20</u>	<u>\$10,864.50</u>

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PHOTOCOPYING	15,215.80
CONFERENCE CALLS	21,780.77
WESTLAW ON-LINE RESEARCH	22,893.79
LEXIS/NEXIS ON-LINE RESEARCH	18,353.34
MESSENGER/COURIER – FEDEX	162.89
CAR SERVICE/CAB FARES	4,536.71
OVERTIME MEALS/IN-HOUSE	2,662.64
OUT-OF-TOWN TRAVEL	743.25
DOCUMENT RETRIEVAL FEES	5,200.57
BLOOMBERG LAW RETRIEVAL FEES	47.09
TRANSCRIPT FEES	14,475.43
MEETINGS	6,777.08
DATA HOSTING CHARGES	805.20
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$113,654.56</u>

DETAIL OF SERVICES

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)December 11, 2013
Invoice No. 636290**DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/03/13	ALLARD, NATHANIEL	Circulate recently filed pleadings to internal KL team (.5), correspond w/ J. Shifer re: same (.1), respond to inquiries from internal KL team re: same (.4), update case calendar (.3), correspond w/ D. Bessner re: same (.2).	1.50	637.50
09/04/13	ALLARD, NATHANIEL	Circulate recently filed pleadings to internal KL team (.4), correspond w/ D. Bessner re: same (.3), update case calendar (.2).	0.90	382.50
09/04/13	RINGER, RACHAEL L	Revise WIP list (.4), e-mails with D. Mannal re: same (.2)	0.60	336.00
09/08/13	RINGER, RACHAEL L	Revise case WIP list, e-mails with D. Mannal and S. Zide re: same (.5)	0.50	280.00
09/09/13	ALLARD, NATHANIEL	Update case calendar (.3), correspond w/ D. Bessner re: same (.2), circulate recently filed pleadings to internal KL team (.5), review and organize same (.4).	1.40	595.00
09/10/13	ALLARD, NATHANIEL	Circulate recently filed pleadings to internal KL team (.5), correspond w/ D. Bessner re: same (.2), update case calendar (.3), correspond w/ D. Bessner re: same (.2).	1.20	510.00
09/11/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.5), update case calendar, correspond w/ D. Bessner re: same (.4), update Committee email macro lists (.1).	1.00	425.00
09/12/13	ALLARD, NATHANIEL	Circulate recently filed pleadings to internal KL team, organize same (.4), update case calendar, correspond w/ D. Bessner re: same (.3), update email macro lists (.1).	0.80	340.00
09/13/13	ALLARD, NATHANIEL	Update case calendar (.3), correspond w/ D. Bessner re: same (.2); review (.5) and circulate (.2) recently filed pleadings to internal KL team.	1.20	510.00
09/16/13	ALLARD, NATHANIEL	Circulate recently filed pleadings to internal team (.3), correspond w/ D. Bessner re: same (.2), update case calendar, correspond w/ D. Bessner re: same (.3).	0.80	340.00
09/17/13	ALLARD, NATHANIEL	Circulate recently filed pleadings to internal KL team and organize same (.4), update case calendar, correspond w/ D. Bessner re: same (.3).	0.70	297.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/18/13	ALLARD, NATHANIEL	Circulate recently filed pleadings to internal KL team (.5) and organize same (.3), correspond w/ D. Bessner re: same (.2).	1.00	425.00
09/18/13	ZIDE, STEPHEN	Correspondence with R. Ringer re open issues on ResCap (.5)	0.50	372.50
09/18/13	SHIFER, JOSEPH A	Correspondence with R. Ringer re open case issues (.8)	0.80	556.00
09/19/13	ALLARD, NATHANIEL	Review (.5) and circulate recently filed pleadings to internal KL team (.4), update case calendar (.4), correspond w/ D. Bessner re: same (.1).	1.40	595.00
09/20/13	ALLARD, NATHANIEL	Review (.5) and circulate (.3) recently filed pleadings to internal KL team; update case calendar (.3).	1.10	467.50
09/22/13	ZIDE, STEPHEN	Review emails from J. Shifer, D. Mannal and R. Ringer re open case issues (1.5)	1.50	1,117.50
09/23/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.5), update case calendar, correspond w/ D. Bessner re: same (.4).	0.90	382.50
09/24/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.5), organize same (.1), update case calendar, correspond w/ D. Bessner re: same (.3).	0.90	382.50
09/25/13	ALLARD, NATHANIEL	Review (.5) and circulate (.3) recently filed pleadings to internal KL team; Update case calendar, correspond w/ D. Bessner re: same (.3).	1.10	467.50
09/26/13	ALLARD, NATHANIEL	Correspond w/ R. Ringer, A. Kaup re: recently filed pleadings (.3), update case calendar, correspond w/ D. Bessner re: same (.3).	0.60	255.00
09/27/13	ALLARD, NATHANIEL	Update case calendar (.2), review recently filed pleadings and circulate same to internal KL team (.6); update Committee professional work-plan (.7), correspond w/ R. Ringer re: same (.1).	1.60	680.00
09/30/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.8), update case calendar, correspond w/ D. Bessner re: same (.4).	<u>1.20</u>	<u>510.00</u>
TOTAL			<u>23.20</u>	<u>\$10,864.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00002 (DIP FINANCING/CASH COLLATERAL)

December 11, 2013
Invoice No. 636290

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
CHIN, KENNETH	PARTNER	1.50	1,312.50
MANNAL, DOUGLAS	PARTNER	1.20	990.00
ZIDE, STEPHEN	ASSOCIATE	7.00	5,215.00
CHASS, MARK	ASSOCIATE	8.80	6,820.00
SHIFER, JOSEPH A	ASSOCIATE	4.20	2,919.00
AMSTER, JASON S	ASSOCIATE	1.20	870.00
RINGER, RACHAEL L	ASSOCIATE	<u>8.20</u>	<u>4,592.00</u>
<u>TOTAL</u>		<u>32.10</u>	<u>\$22,718.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/02/13	AMSTER, JASON S	Email N. Hamerman re: deposit account numbers.	0.40	290.00
09/02/13	SHIFER, JOSEPH A	Review paydown stip (.4), emails with S. Zide re same (.2).	0.60	417.00
09/02/13	ZIDE, STEPHEN	Emails with J. Shifer re stip for JSN paydown (.1).	0.10	74.50
09/03/13	CHIN, KENNETH	Review Pledge Agreement (1); correspond with A. Kaup re: same (.5).	1.50	1,312.50
09/04/13	ZIDE, STEPHEN	Emails with T. Goren and S. Martin re JSN paydown (.2).	0.20	149.00
09/09/13	ZIDE, STEPHEN	Correspondence with MoFo and J. Shifer re JSN paydown (1.4); call with G. Uzzi re same (.1).	1.50	1,117.50
09/12/13	AMSTER, JASON S	Review collateral review memos re: MLPS exclusions.	0.80	580.00
09/13/13	CHASS, MARK	Discs w/A. Khowong re issues with JSN liens (.3), legal research re same (1.2).	1.50	1,162.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00002 (DIP FINANCING/CASH COLLATERAL)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/16/13	ZIDE, STEPHEN	Correspondence with T. Goren, N. Ornstein and J. Shifer re JSN paydown (1). Call with B. Klein re JSN paydown (.3).	1.30	968.50
09/16/13	CHASS, MARK	Review A. Kh Wong research re JSN liens (1.9), email correspondence w/ N. Hamerman, J. Amster re Bilateral Facilities (.3), emails w/ A. Kh Wong re outline for pre-trial brief re JSN liens (.5), review (.5) and comment (.7) on outline of same, review legal research re same (1.7), review UCC and debtors joint reply brief re JSNs (1.7).	7.30	5,657.50
09/17/13	ZIDE, STEPHEN	Emails with T. Goren and J. Shifer re JSN pay down issues (.9); revise update email to UCC re same (.4).	1.30	968.50
09/17/13	SHIFER, JOSEPH A	Emails with S. Zide re paydown order (.3), revisions to same (1.7), emails with T. Goren and S. Martin re same (.8), draft update re paydown (.8).	3.60	2,502.00
09/18/13	ZIDE, STEPHEN	Review JSN pay down stip (.1) and call with R. Ringer and J. Shifer re same (.4).	0.50	372.50
09/19/13	RINGER, RACHAEL L	Prepare for (.2) and attend (.7) paydown call with D. Mannal and AFI.	0.90	504.00
09/19/13	MANNAL, DOUGLAS	Review pay-down stip (.3); TCF w/ Kirkland re: same (.7); email w/ MoFo re: same (.2).	1.20	990.00
09/20/13	RINGER, RACHAEL L	Numerous e-mails with D. Mannal, D. Harris (MoFo) re: voting stipulation and objection to claims (2.1); revise same (2.2).	4.30	2,408.00
09/22/13	RINGER, RACHAEL L	E-mails with S. Zide re: JSN paydown (.2), e-mails with J. Shifer re: JSN obligors (.3).	0.50	280.00
09/23/13	RINGER, RACHAEL L	Numerous e-mails/discussions with J. Shifer re: voting stipulation (2.5).	2.50	1,400.00
09/29/13	ZIDE, STEPHEN	Call with D. Mannal and Kirkland re paydown (.4); follow up call with D. Mannal re same (.4); review order on same (.1); follow up emails with R. Ringer and D. Mannal re same (.1). Begin revising JSN pre trial order (1).	2.00	1,490.00
09/30/13	ZIDE, STEPHEN	Emails re pay down of JSNs with MoFo (.1).	<u>0.10</u>	<u>74.50</u>
TOTAL			<u>32.10</u>	<u>\$22,718.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 (USE, SALE OR LEASE OF PROPERTY)

December 11, 2013
Invoice No. 636290

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
FREJKA, ELISE S	SPEC COUNSEL	0.80	628.00
ZIDE, STEPHEN	ASSOCIATE	2.90	2,160.50
SHIFER, JOSEPH A	ASSOCIATE	24.10	16,749.50
GUCCION, MARY K	ASSOCIATE	5.10	2,856.00
ALLARD, NATHANIEL	ASSOCIATE	0.40	170.00
DOVE, ANDREW	ASSOCIATE	<u>7.80</u>	<u>5,109.00</u>
TOTAL		<u>41.10</u>	<u>\$27,673.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/01/13	SHIFER, JOSEPH A	Emails with A. Barrage and N. Rosenbaum re Impac (.3)	0.30	208.50
09/03/13	DOVE, ANDREW	Draft summary of Ambac stipulation for Committee (.7) and correspond w/ S. Zide and J. Shifer re same (.3).	1.00	655.00
09/03/13	ZIDE, STEPHEN	Emails with A. Dove and J. Shifer re Ambac settlement (.7). Speak with J. Shifer re FGIC closing (.2); emails with J. Shifer re UCC update re: same (.1). Discussion with J. Shifer re Impac negotiations (.2).	1.20	894.00
09/03/13	SHIFER, JOSEPH A	Numerous emails with A. Barrage and S. Hassan re FGIC sale closing (.5), call with A. Barrage re Impac issues (.6), draft update re FGIC closing (.2), emails with S. Zide and A. Dove re Ambac MSRs (.4); discussion w/ S. Zide re: Impac negotiations (.2).	1.90	1,320.50
09/04/13	SHIFER, JOSEPH A	Correspondence with S. Zide re Impac servicing agreements (.3), emails with A. Barrage re same (.6).	0.90	625.50
09/08/13	ZIDE, STEPHEN	Review objection to Syncora claim (.2); email with P. Bentley re same (.1).	0.30	223.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 (USE, SALE OR LEASE OF PROPERTY)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/09/13	SHIFER, JOSEPH A	Numerous emails with A. Barrage re Impac (.5), revise stipulation re same (1.3).	1.80	1,251.00
09/10/13	SHIFER, JOSEPH A	Correspondence with S. Zide re Impac servicing agreements (.4), revisions to stipulation re same (1.3), confs with A. Kaufman and A. Barrage re same (.8), emails with A. Barrage re same (.8), emails with S. Tandberg re Impac cure claims (.3), emails with S. Hasan re sale true ups (.4).	4.00	2,780.00
09/11/13	SHIFER, JOSEPH A	Emails with S. Hasan re Walter true-up (.1), emails with A. Barrage re Impac stipulations (.2). call with S. Zide re: Impac (.2).	0.50	347.50
09/11/13	ZIDE, STEPHEN	Emails (.1) and calls (.2) with J. Shifer re Impac stipulation.	0.30	223.50
09/12/13	ZIDE, STEPHEN	Call with Centerview, Mofo and J. Shifer re Walter true-up (.4).	0.40	298.00
09/12/13	SHIFER, JOSEPH A	Call with S. Hasan, S. Krouner and CVP team re Walter true-up (.4), emails with A. Barrage Impac stipulation (.6).	1.00	695.00
09/13/13	SHIFER, JOSEPH A	Emails with N. Rosenbaum and A. Dove re Ambac stipulation (.6), emails with D. Mannal re same (.2).	0.80	556.00
09/16/13	DOVE, ANDREW	Review revised Ambac stipulation (.5). Draft stipulation re NCUAB claims (4.2) and review precedent re same (.6).	5.30	3,471.50
09/17/13	ZIDE, STEPHEN	Revise summary of Walter True up issues (.4).	0.40	298.00
09/17/13	SHIFER, JOSEPH A	Emails with A. Dove and S. Zide re Ambac stip (.3), draft extensive email update re Walter true-up issue (1.2)	1.50	1,042.50
09/22/13	SHIFER, JOSEPH A	Emails with S. Zide re Impac stip (.4), follow up emails with A. Barrage re same (.3)	0.70	486.50
09/23/13	SHIFER, JOSEPH A	Confer with S. Tandberg and J. Horner re interest plan (.4), review presentation and escrow agreement re same (.7), emails with D. Mannal, S. Zide, and J. Bessonette re same (.4)	1.50	1,042.50
09/23/13	SHIFER, JOSEPH A	Numerous emails with S. Zide re Impac (.8), review stipulation re same (.8), emails/confs with A. Barrage re same (.6).	2.20	1,529.00
09/23/13	DOVE, ANDREW	Call w/ MoFo re Ambac stipulation (.6). Call w/ Ambac counsel re same (.5). Prepare for same (.4).	1.50	982.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 (USE, SALE OR LEASE OF PROPERTY)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/24/13	FREJKA, ELISE S	Conference call with M. Eisenberg, S. Tandberg regarding liquidation value of Cap Re and assumptions regarding same (.6); discuss same with D. Mannal (.2).	0.80	628.00
09/24/13	ZIDE, STEPHEN	Email (.1) and call (.2) with J. Shifer re Impac.	0.30	223.50
09/24/13	SHIFER, JOSEPH A	Call with A. Barrage and J. DeMarco re Impac agreements (.4), research re same (.8), confs with A. Barrage re same (.3), emails with S. Zide re same (.4) and call with S. Zide re: same (.2).	2.10	1,459.50
09/25/13	GUCCION, MARY K	Correspond w/ J. Shifer re sale objection (.6); prepare for (2.3) and correspond (.3) w/ P. Bentley and T. Farley re: same; follow-up correspondence w/ P. Bentley and J. Shifer re: same (.1).	3.30	1,848.00
09/25/13	SHIFER, JOSEPH A	Correspondence with K. Eckstein, D. Mannal and P. Bentley re Syncora issues (1.2), emails with A. Barrage re same (.3)	1.50	1,042.50
09/25/13	SHIFER, JOSEPH A	Review and revise Computershare escrow agreement (1.3), emails with J. Bessonette, S. Tandberg, D. Mannal and S. Zide re same (.5)	1.80	1,251.00
09/26/13	GUCCION, MARY K	Review filings re sale objection (1.7) and conf. w/ P. Bentley re same (.1).	1.80	1,008.00
09/27/13	ALLARD, NATHANIEL	Review sale documents (.3), correspond w/ R. Ringer re: same (.1).	0.40	170.00
09/28/13	SHIFER, JOSEPH A	Emails with S. Hasan and S. Zide re Syncora (.3).	0.30	208.50
09/30/13	SHIFER, JOSEPH A	Correspond with J. Bessonette re interest issues (.2), revise escrow agreement and committee update email re same (.8), follow up emails with R. Ringer re same (.3).	<u>1.30</u>	<u>903.50</u>
TOTAL			<u>41.10</u>	<u>\$27,673.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
DIENSTAG, ABBE L.	PARTNER	34.30	30,012.50
ECKSTEIN, KENNETH H.	PARTNER	20.50	20,295.00
FRIEDMAN, ALAN R.	PARTNER	5.60	5,460.00
TRACHTMAN, JEFFREY S.	PARTNER	44.20	40,885.00
BENTLEY, PHILIP	PARTNER	18.20	16,289.00
SIMON, NORMAN	PARTNER	40.90	33,742.50
O'NEILL, P. BRADLEY	PARTNER	35.70	29,452.50
KAUFMAN, PHILIP	PARTNER	120.20	112,988.00
BESSONETTE, JOHN	PARTNER	48.70	40,177.50
HERZOG, BARRY	PARTNER	13.00	11,635.00
MANNAL, DOUGLAS	PARTNER	72.20	59,565.00
PETTIT, LAURENCE	PARTNER	5.20	4,550.00
FREJKA, ELISE S	SPEC COUNSEL	65.70	51,574.50
ZIDE, STEPHEN	ASSOCIATE	74.00	55,130.00
CHASS, MARK	ASSOCIATE	7.80	6,045.00
ROSENSAFT, JODI	ASSOCIATE	5.10	3,901.50
TAYLOR, JEFFREY	ASSOCIATE	8.30	6,432.50
WARSHALL-KATZ, ARIELLE	ASSOCIATE	5.20	3,770.00
ARCHER, CAROL	ASSOCIATE	96.30	69,817.50
EGGERMANN, DANIEL M	ASSOCIATE	22.20	17,205.00
SHIFER, JOSEPH A	ASSOCIATE	38.40	26,688.00
BLABEY, DAVID E	ASSOCIATE	70.50	52,522.50
RINGER, RACHAEL L	ASSOCIATE	75.90	42,504.00
ZHAO, LUCY R	ASSOCIATE	34.90	22,859.50
DUNLAP, JEFFREY	ASSOCIATE	9.50	5,320.00
DENK, KURT M	ASSOCIATE	49.30	24,403.50
ALLARD, NATHANIEL	ASSOCIATE	79.10	33,617.50
DOVE, ANDREW	ASSOCIATE	89.40	58,557.00
CHOUPROUTA, ANDREA	PARALEGAL	14.30	4,576.00
BESSNER, DEBORAH	PARALEGAL	25.80	7,611.00
TOTAL		<u>1,230.40</u>	<u>\$897,587.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/02/13	KAUFMAN, PHILIP	Review draft re: discovery protocol for confirmation (1.2); emails with Debtors' counsel, K. Eckstein and A. Katz re: confirmation proceedings' strategy (1.4)	2.60	2,444.00
09/02/13	ZIDE, STEPHEN	Markup plan discovery protocol (1); call with C. Kerr and G. Horowitz re same (.8); follow up with K. Eckstein re same (.2); review letter re same (.1).	2.10	1,564.50
09/02/13	RINGER, RACHAEL L	Correspondence with S. Zide re: plan discovery protocol (.2).	0.20	112.00
09/03/13	ZHAO, LUCY R	Revise Liquidating Trust Agreement w/ Wilmington/Loeb comments (1); discussion of same w/ A. Dienstag(.3).	1.30	851.50
09/03/13	ALLARD, NATHANIEL	Review plan discovery protocol (.4), update plan calendar re: same (.5), correspond w/ S. Zide re: same (.6).	1.50	637.50
09/03/13	DOVE, ANDREW	Attend call re settlement w/ NCUAB (.3), prepare for same (.5), and attend follow up discussion re strategy issues w/ D. Mannal and K. Eckstein (.3). Review pleadings re subordination (1.4) and confer w/ D. Blabey re same (.1). Attend meeting w/ plan confirmation team, D. Mannal, K. Eckstein, S. Zide, R. Ringer, G. Horowitz, P. Kaufman, B. O'Neill re confirmation planning (1.0), call w/ debtors re same (1.1), and follow-up meeting w/ K. Eckstein, D. Mannal, S. Zide, and others re plan issues (3.0). Attend meeting w/ D. Mannal and E. Frejka re: confirmation strategy (.3).	8.00	5,240.00
09/03/13	SIMON, NORMAN	Correspond with S Zide, R. Ringer re: confirmation time frame (.4); attend portion of call with K. Eckstein, G. Horowitz, S. Zide, D. Mannal, P. Kaufman, A. Dove, R. Ringer re: confirmation issues (.4) and plan for call with debtors re same (.4); call with debtors and confirmation team re: confirmation strategy (1.6).	2.80	2,310.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/03/13	ZIDE, STEPHEN	Meeting with K. Eckstein, D. Mannal, G. Horowitz, B. O'Neill, P. Kaufman, R. Ringer, N. Simon and J. Shifer re confirmation and JSN litigation strategy (1); follow up call with Mofo re same (2); follow up meeting with K. Eckstein, D. Mannal, A. Dove, R. Ringer re same (2.3). Speak with R. Ringer re confirmation and JSN litigation list (.4); draft agenda re same (.5). Prepare for hearing on plan discovery protocol (1); speak with K. Eckstein re same (.2); participate at same (.5); follow up discussions with G. Horowitz, P. Kaufman and K. Eckstein re same (1); correspondence with N. Allard re revised timeline (.2); review order granting same (.3). Emails with R. Ringer re liquidation trust agreement (.2).	9.60	7,152.00
09/03/13	BESSNER, DEBORAH	Continue organizing cases for K. Denk re: confirmation issues (1.5) and correspond w/ S. Cipolla re same (.5).	2.00	590.00
09/03/13	TRACHTMAN, JEFFREY S.	Review plan discovery, protocol emails forwarded by N. Simon.	0.30	277.50
09/03/13	DIENSTAG, ABBE L.	Review with L. Zhao comments of WTC counsel of Liquidating Trust Agreement.	0.30	262.50
09/03/13	KAUFMAN, PHILIP	Conference call with Debtors' counsel re: issues remaining for confirmation discovery protocol (.8); review memo re: order of proof/witness summaries (1.1); analysis of proof required for confirmation and strategic considerations (2.7)	4.60	4,324.00
09/03/13	SHIFER, JOSEPH A	Emails with M. Eisenberg re voting data (.3), review same (2.0).	2.30	1,598.50
09/03/13	RINGER, RACHAEL L	Update Plan WIP (.5), update issues list re: Plan/confirmation (1.5), update list re: discovery issues (.7), meeting with D. Mannal, K. Eckstein, S. Zide, D. Blabey re: confirmation discovery (1.0), call with MoFo re: same (1.8), follow up meeting with D. Blabey, S. Zide, D. Mannal, A. Dove, K. Eckstein re: same (2.3).	7.80	4,368.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/03/13	BLABEY, DAVID E	Review Plan confirmation discovery protocol (.8) discuss FHFA confirmation issues with K. Eckstein (.1) and A. Dove (.1); meeting with D. Mannal, K. Eckstein, R. Ringer, S. Zide to discuss confirmation prep (1), call with Debtors re same (1.5) and further follow up discussion with K. Eckstein, D. Mannal, B. O'Neill, P. Bentley (2.3).	5.80	4,321.00
09/03/13	MANNAL, DOUGLAS	Email w/ R. Levin re: judgment reduction (.2); pre-meeting w/ K. Eckstein, S. Zide, A. Dove, G. Horowitz, P. Kaufman, R. Ringer, N. Simon re: confirmation (1); attend all-hands meeting re: same (4.1).	5.30	4,372.50
09/03/13	ECKSTEIN, KENNETH H.	Prepare overview of issues in connection with confirmation (2.0).	2.00	1,980.00
09/03/13	KAUFMAN, PHILIP	Correspondence with G. Horowitz, P. Bentley, S. Zide, D. Mannal and K. Eckstein re: discovery protocol, strategy for confirmation proceedings (1.7).	1.70	1,598.00
09/03/13	CHASS, MARK	Review order re confirmation discovery (.4).	0.40	310.00
09/04/13	ALLARD, NATHANIEL	Correspond w/ D. Mannal, D. Blabey, R. Ringer, D. Bessner re: documents needed for confirmation, research same (.5).	0.50	212.50
09/04/13	ZHAO, LUCY R	Call w/ E. Frejka re: Borrower Trust Agreement (.3); review of BTA (.2).	0.50	327.50
09/04/13	SIMON, NORMAN	Review JSN objections to plan discovery and Court's order re: same.	0.40	330.00
09/04/13	BESSNER, DEBORAH	Update index for K. Denk case law binder re Examiner, Ally and Debtor submissions.	1.50	442.50
09/04/13	KAUFMAN, PHILIP	Comment on memo from Jones Day re: issues presented for confirmation (.8); analysis of deposition transcripts for confirmation preparation (2.6)	3.40	3,196.00
09/04/13	O'NEILL, P. BRADLEY	Office conference with D. Mannal re: confirmation discovery (.5).	0.50	412.50
09/04/13	ZIDE, STEPHEN	Emails with P. McElvain re Liquidating Trust Agreement (.1). Correspondence with R. Ringer re Liquidation trust agreement (.4). Emails with E. Frejka re borrower trust (.1). Calls and emails with M. Chass re impairment research (.3).	0.90	670.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/04/13	DOVE, ANDREW	Draft outline of issues to be included in confirmation briefing (3.4) and perform legal research re same (2.3), review of same (3.0).	8.70	5,698.50
09/04/13	BLABEY, DAVID E	Discuss outline of direct testimony with D. Mannal.	0.20	149.00
09/04/13	SHIFER, JOSEPH A	Review and revise tabulation analysis (1.2), emails with D. Harris re same (.2).	1.40	973.00
09/04/13	FREJKA, ELISE S	Emails with S. Zide regarding Borrower Trust Agreement (.2); review Liquidating Trust Agreement as against draft of Borrower Trust Agreement draft (1.0); review confirmation WIP (.2); email to R. Ringer with open items (.1); call w/ L. Zhao re: Borrower Trust Agreement (.3).	1.80	1,413.00
09/04/13	MANNAL, DOUGLAS	Office conference with B. O'Neill re: confirmation discovery (.5).	0.50	412.50
09/04/13	ECKSTEIN, KENNETH H.	Meet with J. Dermont re confirmation/global settlement issues (1.5).	1.50	1,485.00
09/05/13	DENK, KURT M	Review background material relating to plan confirmation issues.	1.00	495.00
09/05/13	ZHAO, LUCY R	Revise sections of Borrower Trust Agreement.	1.20	786.00
09/05/13	DOVE, ANDREW	Correspond w/ Committee member re FHFA claims (.4). Analyze UBS's settlement of claim with FHFA (1.4) and draft correspondence to K. Eckstein, D. Mannal, and S. Zide re same (2.4). Research issues re classification of FHFA claim (3.4).	7.60	4,978.00
09/06/13	DENK, KURT M	Analyze relevant case law relating to plan confirmation briefing (2.4).	2.40	1,188.00
09/06/13	BENTLEY, PHILIP	Correspondence w/ G. Horowitz, B. O'Neill and D. Blabey (0.3) and P. Kaufman (0.8), all re confirmation issues.	1.10	984.50
09/06/13	O'NEILL, P. BRADLEY	Review Dermont outline for confirmation (1.0); MTW D. Mannal, D. Blabey re: Dermont outline (.6).	1.60	1,320.00
09/06/13	BLABEY, DAVID E	Review new RMBS case law (.3); correspondence re: 1129 factors with P. Bentley (.1); outline topics for direct testimony (.4); meet with D. Mannal and B. O'Neill to discuss outline for Dermont testimony (.6).	1.40	1,043.00
09/06/13	DOVE, ANDREW	Research plan classification issues (.7) and draft outline of same (3.5).	4.20	2,751.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/06/13	RINGER, RACHAEL L	Discussion with Committee member re: confirmation discovery (.2), e-mails with C. Siegel re: same (.3)	0.50	280.00
09/06/13	RINGER, RACHAEL L	Draft portion of memo re: potential plan objections (1.1).	1.10	616.00
09/06/13	FREJKA, ELISE S	Review potential Borrower Trust Causes of Action (.2); emails with S. Tandberg regarding same (.1); review Nora notice of appeal of Order approving disclosure statement (.1).	0.40	314.00
09/06/13	MANNAL, DOUGLAS	TCF w/ R. Levin re: Judgment reduction (.3).	0.30	247.50
09/06/13	KAUFMAN, PHILIP	Continued analysis of transcripts in RMBS and FGIC settlement proceedings for confirmation preparation (4.1), discussion with P. Bentley re: same (.8).	4.90	4,606.00
09/07/13	BENTLEY, PHILIP	E-mails w/ D. Blabey re prep for confirmation hearing.	0.20	179.00
09/07/13	KAUFMAN, PHILIP	Review draft memo from Debtors' counsel re: confirmation planning (1.2); emails with Debtors' counsel re: same (.3)	1.50	1,410.00
09/07/13	ZIDE, STEPHEN	Review Alix deck on estate wind down (.3); email K. Eckstein re same (.1). Email with A. Devore re confirmation hearing (.2).	0.60	447.00
09/07/13	ZIDE, STEPHEN	Review emails on plan and JSN strategy from KL and MoFo (2).	2.00	1,490.00
09/08/13	SIMON, NORMAN	Corresp. with K. Eckstein, J. Trachtman, G. Horowitz, P. Kaufman re: confirmation issues (.3); review MoFo proposed Order of Proof for confirmation (.5).	0.80	660.00
09/08/13	BENTLEY, PHILIP	E-mails w/ D. Blabey, D. Mannal and K. Eckstein re prep for confirmation hearing.	0.30	268.50
09/08/13	KAUFMAN, PHILIP	Emails with K. Eckstein, S. Zide and Debtors' counsel re: confirmation planning (.7)	0.70	658.00
09/08/13	BLABEY, DAVID E	Exchange emails with P. Bentley, D. Mannal and K. Eckstein re confirmation hearing prep.	0.20	149.00
09/08/13	ZIDE, STEPHEN	Emails with D. Mannal re OID issues (.4); follow up call re same and JSN status update (1). Emails with K. Eckstein re preparation for plan confirmation (.3).	1.70	1,266.50
09/09/13	ZHAO, LUCY R	Revise Borrower Trust Agreement (1.8); corresp. w/ E. Frejka re: same (.7).	2.50	1,637.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/09/13	ALLARD, NATHANIEL	Review cases re: plan issues (.8), correspond w/ R. Ringer re: same (.4), review plan discovery timeline (.5), update chart re: same (.5), correspond w/ S. Zide, R. Ringer re: same (.3), review versions of disclosure statement order (.7), correspond w/ J. Shifer re: same (.2).	3.40	1,445.00
09/09/13	DENK, KURT M	Review background material and draft memo notes relating to plan confirmation (3.5), and review K. Eckstein email summary re: confirmation issues (.3) correspondence with N. Simon (.3) re same.	4.10	2,029.50
09/09/13	SIMON, NORMAN	Prepare for (.5) and attend meeting (2.0) with K. Eckstein, G. Horowitz, P. Kaufman, J. Trachtman, P. Bentley, others re: confirmation; Meeting with J. Trachtman re: confirmation (.3)	2.80	2,310.00
09/09/13	O'NEILL, P. BRADLEY	Review outline of hearing (.5); CF w/ K. Eckstein re: same (.4); MTW P. Bentley, D. Mannal, K. Eckstein, J. Trachtman, N. Simon re: same (2); review Marano prep outline (1.1).	4.00	3,300.00
09/09/13	FREJKA, ELISE S	Review email from L. Zhao regarding Borrower Trust agreement issues (.1); review trust agreement and respond to L. Zhao via email (.3); follow up call with L. Zhao regarding same (.3).	0.70	549.50
09/09/13	DIENSTAG, ABBE L.	T/c with S. Zide, K. Hanley to discuss issues relating to the private securities claims trust.	0.40	350.00
09/09/13	BENTLEY, PHILIP	Conf w/ B. O'Neill, D. Mannal, K. Eckstein, J. Trachtman, N. Simon re: hearing outline (2.0), and review outlines (.1) and trade e-mails w/ same, re confirmation hearing prep (.6).	2.70	2,416.50
09/09/13	TRACHTMAN, JEFFREY S.	Meet with K. Eckstein, D. Mannal, N. Simon, S. Zide, P. Bentley, D. Blabey, R. Ringer re: plan confirmation process (2.0); emails and TCs with S. Zide, K. Eckstein, P. Bentley re: confirmation issues and standards (.9) review release materials for confirmation (.7); emails with Debtors counsel re: meetings (.3).	3.90	3,607.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/09/13	KAUFMAN, PHILIP	Prepare for meeting with Debtors' counsel re: confirmation strategy (1.8); analysis of transcripts of hearings in preparation for confirmation (3.3); emails with K. Eckstein, D. Mannal, D. Eggermann, S. Zide and P. Bentley re: plan confirmation issues (1.2)	6.30	5,922.00
09/09/13	MANNAL, DOUGLAS	TCF with G. Lee re: plan issues, including, among other things, FHFA (.9); TCF with J. Dubel re: CLO (.3)	1.20	990.00
09/09/13	BLABEY, DAVID E	Edit outline of topics for Dermont testimony (1.2) and discuss with K. Eckstein (.1); meeting with J. Trachtman, P. Bentley, D. Mannal, K. Eckstein, N. Simon, B. O'Neill, S. Zide re confirmation prep (2.0); discuss third party release issues with A. Dove (.2); review case law re confirmation standards (1.4).	4.90	3,650.50
09/09/13	ZIDE, STEPHEN	Email D. Mannal and K. Eckstein re confirmation trial preparation (.1); meet with K. Eckstein and D. Mannal re same (.3). Review ballot package (.2); speak with J. Shifer re same (.7). Meeting with K. Eckstein, D. Mannal, G. Horowitz, B. O'Neill and J. Trachtman re preparation for confirmation hearing (2.0).	3.30	2,458.50
09/09/13	ZIDE, STEPHEN	Markup CLO wind down presentation (1.4); emails and calls with Alix re same (.3). Review chart and email update form C. Kerr re planning for Plan Confirmation (1). Emails and call with K. Handley re plan issues (.5). Call with J. Garrity re plan issues (.4). Emails with C. Kerr and G. Horowitz re discovery protocol (.3).	3.90	2,905.50
09/09/13	SHIFER, JOSEPH A	Emails with S. Zide and D. Harris re balloting issues (.6), review ballots (.5), follow up emails with S. Zide and D. Harris (.7), emails with S. Zide re confirmation notices (.4).	2.20	1,529.00
09/09/13	RINGER, RACHAEL L	Draft portions of memo re: potential objections to confirmation (1.0), prepare for (.3) and attend (2.0) meeting with B. O'Neill, J. Trachtman, N. Simon, D. Mannal, K. Eckstein, D. Blabey, P. Bentley re: confirmation strategy.	3.30	1,848.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/09/13	ECKSTEIN, KENNETH H.	Meeting with N. Simon, S. Zide, J. Trachtman, P. Bentley, P. Kaufman re plan confirmation process (2.0), prepare for same (.5).	2.50	2,475.00
09/10/13	ALLARD, NATHANIEL	Research plan exculpation provisions (.4), update chart re: same (.6), correspond w/ R. Ringer re: same (.2).	1.20	510.00
09/10/13	ZHAO, LUCY R	Conference w/ A. Dienstag and E. Frejka re: Borrower Trust Agreement (.5); drafting Borrower Trust Agreement (3.5).	4.00	2,620.00
09/10/13	ZHAO, LUCY R	Review of comment to Liquidating Trust Agreement from Cadwalader.	0.40	262.00
09/10/13	SIMON, NORMAN	Meeting with MoFo on plan confirmation (3); Analyze release issue (.5); E-mail with D. Rains, D. Donovan re: release issue (.2).	3.70	3,052.50
09/10/13	O'NEILL, P. BRADLEY	MTW Debtors re: confirmation (2.6); review memos re: same (.2)	2.80	2,310.00
09/10/13	FREJKA, ELISE S	Conference call (partial) with S. Zide, R. Ringer, A. Dove, D. Mannal, J. Shifer regarding confirmation WIP list, status, responsibilities (.6); call with A. Dienstag, L. Zhao regarding structure of borrower trust (.5); call with R. Friedman regarding borrower trust administrative expenses (.2); conference call with S. Zide, D. Mannal, J. Shifer, M. Eisenberg, S. Tandberg regarding Borrower Trust (.4)	1.70	1,334.50
09/10/13	ZIDE, STEPHEN	Prepare for meeting with Mofo on plan evidence, orders of proof and confirmation hearing (.5); participate at same at Mofo office (2.3); follow up discussions with D. Mannal and K. Eckstein re same (.3). Meet with K. Eckstein re FHFA (.2); call with Kasowitz and K. Eckstein and D. Mannal re same (.5). Emails and discussions with J. Shifer and D. Mannal re balloting issue (1). Calls and emails with B. Herzog and A. Dove re Private Securities Claim Trust (.5). Emails with Alix re estate wind down presentation (.2). Call with E. Frejka, D. Mannal and Alix re borrower true up (.5). Plan WIP call with R. Ringer, D. Mannal, A. Dove and E. Frejka (.8); revise WIP (.2); follow up with R. Ringer re same (.1). Review PSA (.2); and emails with D. Mannal re issues with same (.1).	7.40	5,513.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/10/13	HERZOG, BARRY	Disc w/ S. Zide re: PSC trust and related issues (0.5); review MoFo memo re: non-REMIC residual interests (0.6); call w/ S. Zide and others to disc plan implementation and WIP re: same (0.6); rev. draft RMBS claims trust agreement (0.5); correspondence w/ R. Cima (0.6); analyze RMBS claims trust agreement re: same (0.3).	3.10	2,774.50
09/10/13	BENTLEY, PHILIP	Meeting w/ S. Zide, D. Mannal, K. Eckstein at MoFo re preparation for confirmation hearing (2.4), and draft follow up summary on same (.5).	2.90	2,595.50
09/10/13	DIENSTAG, ABBE L.	C/w L. Zhao, E. Frejka re: Borrower Trust.	0.50	437.50
09/10/13	TRACHTMAN, JEFFREY S.	Meet with K. Eckstein, P. Bentley, P. Kaufman, D. Blabey, S. Zide and Debtors counsel re: confirmation briefing (2.4); review materials in release issue (1.6); correspondence with N. Simon, K. Eckstein, D. Blabey, S. Zide re: release and other confirmation hearing matters (1.5).	5.50	5,087.50
09/10/13	KAUFMAN, PHILIP	Meeting with Debtors' counsel re: plan confirmation strategy (2.2); revise memo re: exculpation (0.9).	3.10	2,914.00
09/10/13	MANNAL, DOUGLAS	Prepare for (.5) and attend in-person meeting at MoFo re: plan confirmation preparation (2.3); TCF with K. Eckstein and A. Glenn re: FHFA treatment under POR (.3); TCF with S. Zide, R. Ringer, A. Dove and E. Frejka re: WIP for plan confirmation (1.1); revise CLO presentation (.7); research PSA requirements re: JSN treatment modifications (1.9); office conference with J. Shifer and S. Zide re: ballot and convenience class issue (.3).	7.10	5,857.50
09/10/13	BLABEY, DAVID E	Review outline of confirmation issues in prep for meeting with Debtors (.1); meeting with Mofo re plan confirmation strategy (2.5).	2.60	1,937.00
09/10/13	SHIFER, JOSEPH A	Meeting with K. Eckstein, D. Mannal, S. Zide, A. Dove and R. Ringer re plan confirmation WIP (1.1), correspondence with S. Zide, D. Mannal, and D. Harris re balloting issues (.9).	2.00	1,390.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/10/13	RINGER, RACHAEL L	E-mails with MoFo/Kirkland re: LTA (.2), e-mails with confirmation team re: research (.4), update plan WIP (.2), call with MoFo re: same (.7), further revise plan confirmation WIP (.4), coordinate plan confirmation teams (.2); meeting w/ J. Shifer, D. Mannal, A. Dove, E. Frejka and S. Zide re: plan confirmation WIP (1.1).	3.20	1,792.00
09/11/13	BLABEY, DAVID E	Discuss confirmation prep with B. O'Neill (.2); draft confirmation strategy memo (2.9); meet with G. Horowitz, J. Trachtman, C. Siegel re: phase 1 brief (1.1).	4.20	3,129.00
09/11/13	ALLARD, NATHANIEL	Legal research re: designation issues (2.8), draft email to S. Zide re: same (.4).	3.20	1,360.00
09/11/13	SHIFER, JOSEPH A	Conference with S. Zide re tabulation analysis and balloting issues (.7), conference with D. Harris re same (1.2), emails with D. Mannal re liquidation trust holders (.2) and research re same (1.6), emails with M. Talarico re same (.2), conf with B. O'Neill re balloting issue (.2), research re reserve issues and review claims re same (3.2)	7.30	5,073.50
09/11/13	SIMON, NORMAN	Correspondence with D. Donovan, K. Eckstein, D. Mannal, J. Trachtman re: release issue.	0.30	247.50
09/11/13	FREJKA, ELISE S	Call with D. Flannigan regarding borrower trust agreement, borrower claims trust trustee, claims (.7); review zero balance HELOC loan research regarding plan treatment (2.4).	3.10	2,433.50
09/11/13	DENK, KURT M	Review plan status and related court documents (.3). correspondence w/ N. Simon (.1) and D. Blabey (.1) re Plan confirmation issues, and analyze current Plan re same (.8).	1.30	643.50
09/11/13	BENTLEY, PHILIP	Conf call with K. Patrick and Ropes & Gray re confirmation hearing prep (0.8), and follow-up e-mails with same re same (0.4).	1.20	1,074.00
09/11/13	O'NEILL, P. BRADLEY	Review D. Blabey memo re: confirmation issues and evidence (.6); review Disclosure Statement (.5).	1.10	907.50
09/11/13	DIENSTAG, ABBE L.	C/w J. Rosensaft re: closing (0.2); c/w S. Zide, D. Mannal re: closing mechanics and trust unit trading (0.4); t/c with S. Zide, B. Herzog, K. Hanley re: LTA (0.2); e-mails with D. Mannal with analysis of SEC filing requirements (.8).	1.60	1,400.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/11/13	ZHAO, LUCY R	Drafting Borrower Trust Agreement	4.00	2,620.00
09/11/13	ZHAO, LUCY R	Further Drafting Borrower Trust Agreement	3.00	1,965.00
09/11/13	BESSNER, DEBORAH	Emails w/ D. Blabey re research in disclosure statement and PSA transcripts.	0.30	88.50
09/11/13	BESSNER, DEBORAH	Emails w/ E. Lintz re Examiner's report.	0.50	147.50
09/11/13	BESSNER, DEBORAH	Compile binder for B. O'Neill re PSA and DS pleadings	0.50	147.50
09/11/13	HERZOG, BARRY	Disc w/S. Zide and K. Handley re: PSC trust (0.5); discs w/R. Cima and others re: RMBS IRS pre-sub conf request and formation of RMBS Claims trust (0.9); analyze RMBS claims trust re: same (0.5).	1.90	1,700.50
09/11/13	ZIDE, STEPHEN	Call with K. Eckstein, P. Bentley and K. Patrick re RMBS settlement and plan confirmation (.8). Emails and calls with D. Harris, J. Marines and J. Shifer re revised ballot for convenience class (.6); and update to UCC re same (.2). Correspondence with R. Ringer, D. Mannal, A. Dove, and E. Frejka re Plan WIP (1); revise same with R. Ringer (.5). Calls with A. Dienstag re trust unit trading (.4). Emails with N. Allard re vote designation research (.4). Review Debtors voting analysis chart (.5); speak with J. Shifer re same (.4); call with D. Harris re same (.2). Call with K. Handley and B. Herzog re tax issues (.5).	5.50	4,097.50
09/11/13	KAUFMAN, PHILIP	Analysis of issues for plan confirmation (1.6); continued review of hearing and deposition transcripts in connection with plan confirmation proceedings (1.5); emails with D. Mannal, D. Eggermann, R. Ringer and S. Zide re: plan confirmation issues (1.7), conference with D. Eggermann re: Plan issues (.5)	5.30	4,982.00
09/11/13	TRACHTMAN, JEFFREY S.	Review memo and related case law re: release and other confirmation issues (2.3); correspondence with N. Simon, D. Mannal, D. Blabey, G. Horowitz re: confirmation issues (1.4); meet with G. Horowitz, D. Blabey, C. Siegel re: phase 1 brief (1.1).	4.80	4,440.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/11/13	MANNAL, DOUGLAS	TCF with A. Dienstag re: transferability of Trust Units (.6); TCF with M. Etkin re: judgment reduction language (.3); draft outline re: PSA termination events and plan modifications (.5), speak with S. Zide re: CLO presentation (.4)	1.80	1,485.00
09/11/13	EGGERMANN, DANIEL M	Review ResCap Plan and DS in connection with preparation for confirmation hearing (2.0); conf. w/ P. Kaufman re same (.5).	2.50	1,937.50
09/11/13	DOVE, ANDREW	Confer w/ S. Shelley of Quinn re judgment reduction and outstanding diligence requests (.3).	0.30	196.50
09/11/13	RINGER, RACHAEL L	Revise plan confirmation WIP (.5).	0.50	280.00
09/11/13	ZIDE, STEPHEN	Speak with D. Mannal re presentation for CLO (.4); revise same (.4).	0.80	596.00
09/11/13	ECKSTEIN, KENNETH H.	Conf call with K. Patrick and Ropes re confirmation prep (1.0)	1.00	990.00
09/12/13	ALLARD, NATHANIEL	Correspond w/ J. Shifer, S. Zide re: plan-related documents (.4), research same (.5).	0.90	382.50
09/12/13	SIMON, NORMAN	Meeting with J. Trachtman, D. Blabey re: confirmation strategy (.2); Call with Kirkland, MoFo on confirmation issues (1).	1.20	990.00
09/12/13	DIENSTAG, ABBE L.	Attend part of meeting with K. Eckstein, D. Mannal, S. Zide, J. Brodsky and Alix Partners re: the status of the plan (0.8); c/w L. Pettit re: closing preparations (0.1).	0.90	787.50
09/12/13	ZHAO, LUCY R	Drafting Borrower Claims Trust Agreement.	0.80	524.00
09/12/13	DENK, KURT M	Review UCC email updates re: confirmation issues (.2). attend conference call w/ N. Simon (.1) re Plan confirmation issues, and draft summary of potential confirmation issues for N. Simon re same (.7).	1.00	495.00
09/12/13	BLABEY, DAVID E	Call with AFI and Debtors re confirmation prep on releases (.7) and follow up discussion with N. Simon and J. Trachtman re: same (.8); call with C. Siegel re Phase I pretrial brief (.5).	2.00	1,490.00
09/12/13	KAUFMAN, PHILIP	Analysis of Plan Discovery Protocol and hearing transcript re: Disclosure Statement (2.2); review transcripts of depositions (4.3); emails with D. Eggermann, N. Hamerman, C. Siegel re: same (1.3)	7.80	7,332.00
09/12/13	O'NEILL, P. BRADLEY	Review convenience class letter	0.40	330.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/12/13	TRACHTMAN, JEFFREY S.	Correspondence with R. Ringer, G. Horowitz, N. Simon re: pretrial submissions (1.3); review releases and JSN materials (1.5).	2.80	2,590.00
09/12/13	MANNAL, DOUGLAS	Prep for (.6); attend meeting with J. Brodsky and Alix Partners re: status of the plan and next steps (2.5).	3.10	2,557.50
09/12/13	EGGERMANN, DANIEL M	Review disclosure statement and plan in preparation for confirmation hearing briefing.	3.00	2,325.00
09/12/13	ZIDE, STEPHEN	Emails with D. Harris re revised ballot re convenience issue (.4); review and revise letter re same (.4); emails with A. Dienstag and D. Mannal re liquidation trust issues (.2). Emails with S. Tandberg re estate wind down deck (.4); review and revise same (.2). Prepare for meeting with CLO (.2); participate at same (with J. Brodsky, K. Eckstein, AlixPartners) (2.5). Speak with P. Bentley re Syncora and adequate protection issues (.4). Emails with J. Marines re JSN voting stipulation and review same (.4).	5.10	3,799.50
09/12/13	SHIFER, JOSEPH A	Numerous confs/emails with S. Zide and B. O'Neill re ballot letter (.7), extensive revisions to same (.8), numerous confs/emails with D. Harris re same (.7), numerous emails with S. Zide, T. Goren, and S. Zide re JSN voting issues (.6), research re same (.5)	3.30	2,293.50
09/12/13	RINGER, RACHAEL L	E-mails with D. Blabey re: exculpation (.2); draft portions of memo re: potential plan objections (.4).	0.60	336.00
09/12/13	ECKSTEIN, KENNETH H.	Prep for meeting with J. Brodsky (.1), meet with J. Brodsky, AlixPartners, D. Mannal and S. Zide re case issues (2.5).	2.60	2,574.00
09/13/13	ZHAO, LUCY R	Revise Borrower Trust Agreement.	1.50	982.50
09/13/13	BLABEY, DAVID E	Discuss confirmation research re: releases with R. Ringer.	0.10	74.50
09/13/13	ALLARD, NATHANIEL	Review plan discovery protocol calendar (.1), correspond w/ R. Ringer re: same (.2).	0.30	127.50
09/13/13	DENK, KURT M	Review case status email updates re: confirmation (.5), and draft memo notes (.3) re same as relevant to Plan confirmation.	0.80	396.00
09/13/13	SIMON, NORMAN	Corresp. with P. Kaufman, J. Trachtman, B. O'Neill, D. Blabey re: confirmation strategy.	0.30	247.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/13/13	ZIDE, STEPHEN	Call with P. Bentley and RMBS Trustees re confirmation preparation (.5). Emails with R. Ringer re confi for CLO(.3); review same (.2). Call with P. McElvain re plan and JSN issues (.5); email K. Eckstein and D. Mannal re same (.1).	1.60	1,192.00
09/13/13	TRACHTMAN, JEFFREY S.	Emails with P. Kaufman, B. O'Neill, D. Mannal, K. Eckstein, G. Horowitz, R. Ringer re: confirmation process (1.3); review settlement documents re: same (1.8); conf. call with debtors and AFI re: release issues (.9).	4.00	3,700.00
09/13/13	MANNAL, DOUGLAS	TCF with J. Dubel re: FGIC settlement, Brodsky retention; trust agreement (.4); email to KL team re: confirmation strategy re: witnesses and documentary evidence (.5)	0.90	742.50
09/13/13	BENTLEY, PHILIP	Conf call with S. Zide and RMBS Trustees' counsel (0.5), and t/c C. Kerr (0.5) and notes (0.1) all re confirmation prep.	1.10	984.50
09/13/13	ROSENSAFT, JODI	Calls and correspondence with A. Dienstag re: liquidating trust and closing mechanics (.3); review closing checklists and other background materials (.2).	0.50	382.50
09/13/13	SHIFER, JOSEPH A	Numerous emails with D. Harris re balloting issues (.8), review and revise letter re same (1.0)	1.80	1,251.00
09/14/13	ZHAO, LUCY R	Revising Borrower Trust Agreement	4.20	2,751.00
09/14/13	SIMON, NORMAN	Corresp. with P. Kaufman re: confirmation issues.	0.10	82.50
09/14/13	ZIDE, STEPHEN	Emails with D. Mannal and B. O'Neill re confirmation preparation (.1).	0.10	74.50
09/15/13	BLABEY, DAVID E	Call with D. Mannal, B. O'Neill, R. Ringer, S. Zide, A. Dove re confirmation prep and strategy memo (2); review FGIC decision as relevant to same (.5).	2.50	1,862.50
09/15/13	ZIDE, STEPHEN	Emails with D. Mannal, D. Blabey and B. O'Neill re confirmation hearing (.4); call with B. O'Neill re same (.3). Call with B. O'Neill, D. Mannal, D. Blabey, A. Dove and R. Ringer re preparation for confirmation, witnesses re same and open issues with same (2).	2.70	2,011.50
09/15/13	SIMON, NORMAN	Corresp. with B. O'Neill, D. Blabey, D. Mannal, A. Dove and R. Ringer re: confirmation strategy	0.20	165.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/15/13	DOVE, ANDREW	Call w/ B. O'Neill, D. Mannal, S. Zide, D. Blabey, N. Simon, and R. Ringer re confirmation planning (2.0).	2.00	1,310.00
09/15/13	FREJKA, ELISE S	Review and comment on Borrower Trust Agreement.	2.60	2,041.00
09/15/13	MANNAL, DOUGLAS	TCF with D. Blabey, B. O'Neill, R. Ringer, S. Zide, A. Dove re: confirmation prep (2.0); review and comment on memo re: same (.7).	2.70	2,227.50
09/15/13	RINGER, RACHAEL L	E-mails with D. Mannal re: confirmation hearing prep (.3), call with D. Mannal, B. O'Neill, S. Zide, D. Blabey re: confirmation prep (2.0).	2.30	1,288.00
09/16/13	ROSENSAFT, JODI	Meeting with L. Pettit, S. Zide and R. Ringer and A. Dienstag regarding closing matters (1.1); review Disclosure Statement, Plan and Exhibits in preparation for confirmation hearing (2.7).	3.80	2,907.00
09/16/13	ALLARD, NATHANIEL	Meet w/ D. Blabey, A. Dove, R. Ringer re: plan release research (.5); review caselaw re: same (1.4); correspond w/ S. Zide, R. Ringer re: plan discovery protocol (.4); correspond w/ D. Mannal re: mediation order (.2).	2.50	1,062.50
09/16/13	SIMON, NORMAN	Correspondence with C. Kerr re: confirmation (.1); Analyze/Review memo and work plan on confirmation (1.2); Analysis of 3rd d party release confirmation issues (.9); E-mails with R. Ringer (.1); Correspondence with P. Kaufman, J. Trachtman, D. Mannal, D. Blabey re: presentation necessary for confirmation (2.3).	4.60	3,795.00
09/16/13	DIENSTAG, ABBE L.	M/w L. Pettit, J. Rosensaft, S. Zide, R. Ringer re: preparations for closing (1.1); review of summary materials and model checklist in advance of same (0.8).	1.90	1,662.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/16/13	ZIDE, STEPHEN	Meeting with A. Dienstag, J. Rosensaft, L. Pettit and R. Ringer re liquidation trust and emergence issues (1.1). Emails with S. Shelly, B. Herzog, A. Dove, D. Mannal and A. Dienstag re PSC Trust agreement and implementation (1). Emails with J. Shifer and L. Marinuzzi re JSN voting stipulation (.6). Correspondence with D. Mannal and D. Blabey re plan strategy (.4); meeting with D. Eggermann, D. Blabey, D. Mannal and P. Kaufman re same (.6); call with D. Blabey, D. Eggermann, D. Mannal and B. O'Neill re plan strategy memo and witnesses for confirmation (1.4); mark up strategy memo (.8). Review and update plan WIP with R. Ringer (.3). Discuss plan discovery issues with B. O'Neill (.4). Review Debtors proof plan for confirmation (.6).	7.20	5,364.00
09/16/13	DENK, KURT M	Reviewed case status / UCC email updates and related documents relevant to Plan (.2), and correspond with N. Simon & D. Blabey re same (.2).	0.40	198.00
09/16/13	PETTIT, LAURENCE	Prepare for (.4) and meet (1.1) with S. Zide, R. Ringer, A. Dienstag, and J. Rosensaft regarding liquidation trust documents and closing of the plan of confirmation.	1.50	1,312.50
09/16/13	KAUFMAN, PHILIP	Review and edit memo re: confirmation strategy (1.1); review revised draft of memo received from Debtors' counsel (.7); emails with C. Kerr, D. Mannal, D. Blabey, S. Zide, D. Eggermann, N. Simon, J. Trachtman and B. O'Neill re: confirmation issues (1.7); review case law re: confirmation issues (2.6)	6.10	5,734.00
09/16/13	O'NEILL, P. BRADLEY	Review memo re: confirmation issues (.3); call with D. Blabey, D. Eggermann, D. Mannal and S. Zide re plan strategy memo and witnesses for confirmation (1.4); review Discovery Protocol (.4).	2.10	1,732.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/16/13	BLABEY, DAVID E	Email to P. Bentley re RMBS confirmation strategy (.2); discuss same with P. Bentley (.3); email to N. Simon and J. Trachtman re releases (.2) and meet with A. Dove, R. Ringer, N. Allard re same (.5); edit confirmation strategy memo re: evidence needed for confirmation and potential plan objections (5.5) and discuss same with D. Mannal, S. Zide, D. Eggermann, P. Kaufman (.6); review D. Mannal comments to memo (.4) and call with D. Mannal, B. O'Neill, S. Zide re same (1.4); further edits to same (1).	10.10	7,524.50
09/16/13	TRACHTMAN, JEFFREY S.	Correspondence with N. Simon, D. Blabey, N. Hamerman, P. Kaufman, D. Mannal, C. Siegel re: pretrial briefs, release issues (2.3); review materials re: same (1.6).	3.90	3,607.50
09/16/13	WARSHALL-KATZ, ARIELLE	Review plan documents (3.1), and disclosure statement (2.1) in preparation for confirmation.	5.20	3,770.00
09/16/13	BENTLEY, PHILIP	T/c w/ D. Blabey re confirmation prep.	0.30	268.50
09/16/13	HERZOG, BARRY	Disc w/A. Sellman re: PSC trust and related issues.	0.20	179.00
09/16/13	HERZOG, BARRY	Emails w/S. Zide re: 9/18 meeting.	0.30	268.50
09/16/13	EGGERMANN, DANIEL M	Meeting with S. Zide, D. Blabey, D. Mannal and P. Kaufman re plan strategy and confirmation prep (.6); call with D. Blabey, S. Zide, D. Mannal and B. O'Neill re plan strategy memo and witnesses for confirmation (1.4).	2.00	1,550.00
09/16/13	FREJKA, ELISE S	Call with M. Eisenberg regarding Cap Re recovery assumptions (.3).	0.30	235.50
09/16/13	SHIFER, JOSEPH A	Revise stip with UMB Bank re plan voting (1.1), emails with S. Zide and L. Marinuzzi re same (.6), emails with R. Ringer and M. Eisenberg re Schedule and SOFAs (.5).	2.20	1,529.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/16/13	RINGER, RACHAEL L	Meeting with D. Blabey, N. Allard and A. Dove re: releases (.5), prepare for same (.4), revise plan WIP (.3), e-mails with confirmation team re: same (.3), prepare for (.6) and attend (1.1) meeting with A. Dienstag, J. Rosensaft, J. Bessonette, and S. Zide re: liquidating trust agreement; e-mails with J. Rosensaft and S. Krouner re: same (.5), e-mails with E. Frejka and S. Zide re: plan supplement documents (.3), revise plan WIP, e-mails to MoFo, Moelis re: same (.4), attend portion of call re: confirmation strategy (.8).	5.20	2,912.00
09/16/13	MANNAL, DOUGLAS	Office conference with D. Blabey and S. Zide re: MoFo meeting re: confirmation strategy (.3); call with D. Blabey, D. Eggermann, S. Zide and B. O'Neill re plan strategy memo and witnesses for confirmation (1.4); draft witness list (.2); review (.6) and revise memo re: confirmation strategy and witness prep (2.6); Emails and calls with S. Shelly, B. Herzog, A. Dove, S. Zide and A. Dienstag re PSC Trust agreement and implementation (1); meeting with D. Eggermann, D. Blabey, S. Zide and P. Kaufman re same (.6).	6.70	5,527.50
09/17/13	DOVE, ANDREW	Attend call w/ Quinn re PSC Trust in B. Herzog's office (.6). Review trust document and plan to prepare for same (.4).	1.00	655.00
09/17/13	ZHAO, LUCY R	Revise Borrower Trust Agreement (2.0); conference w/ A. Dienstag re: same (.5).	2.50	1,637.50
09/17/13	ALLARD, NATHANIEL	Review caselaw re: plan releases (4.0), draft summary chart re: same (2.0); correspond w/ R. Ringer, S. Zide re: plan documents (.4); further review caselaw re: plan releases (3.2).	9.60	4,080.00
09/17/13	SIMON, NORMAN	Review/revised work plan memo (.8); review K. Denk edits to outline and analysis of factual material required for declaration re: Committee investigation (2); Correspondence and meeting with K. Denk, J. Dunlap re: confirmation strategy (1); Analysis of 3rd Party release issues (1.3).	5.10	4,207.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/17/13	BESSONETTE, JOHN	Participate in conference call regarding LTA provisions (.3); meeting with D. Mannal and S. Zide regarding Trust agreements, asset transfers (.8); meeting with D. Mannal, S. Zide and A. Dove re: plan preparation (1.0); meeting with A. Dove, L. Pettit and C. Archer re: trust agreements and asset transfers (1.0).	3.10	2,557.50
09/17/13	ARCHER, CAROL	Confs w/ J. Rosensaft, R. Ringer re: trust agreements (.2). Meetings w/J. Bessonette, A. Dienstag re: Liquidating Trust Agreement (2.4). Review (2.0) and revise (2.8) to Liquidating Trust Agreement. Review of revised Disclosure Statement (1.3).	8.70	6,307.50
09/17/13	BESSNER, DEBORAH	Compile additional binders of the Disclosure Statement.	0.40	118.00
09/17/13	DENK, KURT M	Review UCC email updates and related documents relevant to Plan confirmation (.4); prepare for, attend, and draft memo notes regarding conference with N. Simon & J. Dunlap re same (1.5).	1.90	940.50
09/17/13	PETTIT, LAURENCE	Conf call with A. Dienstag and J. Bessonette regarding trust agreements (0.4); review draft of liquidating trust agreement (0.7).	1.10	962.50
09/17/13	MANNAL, DOUGLAS	Prep for (.7) and attend meeting at MoFo to discuss confirmation strategy and witness testimony (4.6); TCF with A. Dienstag, S. Zide and B. Perlstein re: Liq. Trust Agreement (2.1); email with counsel for Syncora re: settlement meeting (.2); office conference with A. Dienstag, S. Zide and J. Bessonette re: Liq. Trust Agreement (1.5).	9.10	7,507.50
09/17/13	DIENSTAG, ABBE L.	T/c with S. Zide, D. Mannal, C. Archer, B. Perlstein re: comments on LTA (1.0); c/w C. Archer re: revisions to same (0.2); review of Borrower Trust Agreement (0.8); c/w L. Zhao re: same (0.2); begin revisions of Borrower Trust Agreement re: distributions (2.8).	5.00	4,375.00
09/17/13	BENTLEY, PHILIP	Trade e-mails w/ D. Blabey re confirmation prep.	0.30	268.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/17/13	KAUFMAN, PHILIP	Prep for (.7) and attend (4.6) meeting with Debtors' counsel and S. Zide, D. Mannal, R. Ringer and A. Dove re: plan confirmation strategy; emails with D. Mannal, D. Blabey, B. O'Neill, S. Zide and D. Eggermann re: confirmation issues (1.9); review revised strategy memo (.6); review notices of intent and deposition transcripts (2.3).	10.10	9,494.00
09/17/13	TRACHTMAN, JEFFREY S.	Review draft of outlines and legal issue lists for confirmation (.8); emails, TCs with D. Blabey, R. Ringer, P. Farber, C. Siegel re: confirmation issues (.9).	1.70	1,572.50
09/17/13	HERZOG, BARRY	Call with A Dove, Quinn Emanuel and others to disc PSC trust (0.5); analyze PSC trust re: same (0.4).	0.90	805.50
09/17/13	EGGERMANN, DANIEL M	Prepare for (.6) and attend (4.6) meeting at MoFo in preparation for plan confirmation	5.20	4,030.00
09/17/13	BLABEY, DAVID E	Discuss confirmation issues with D. Mannal and P. Kaufman in prep for meeting with Debtors (.2); meeting at MoFo re confirmation preparation (4.6); review AMR decision and discuss same with J. Shifer (.4); draft notes on confirmation strategy (1.8); call re confirmation WIP with debtors (.8); research on 9019 standards (.8).	8.60	6,407.00
09/17/13	O'NEILL, P. BRADLEY	Review D. Blabey email re: meeting at MoFo (.3); CFs w/ D. Mannal, S. Zide re: same (.2)	0.50	412.50
09/17/13	DUNLAP, JEFFREY	Meeting with N. Simon, K. Denk re: plan confirmation strategy (.9); review plan confirmation memo in advance of meeting (.5)	1.40	784.00
09/17/13	ZIDE, STEPHEN	Call with A. Dienstag, B. Pearlstein and D. Mannal re liquidation trust (1). Attend portion of meeting at MoFo with D. Mannal, P. Kaufman and D. Blabey re confirmation litigation preparation and next steps (3). Emails with K. Weitnauer re RMBS trust (.1). Call with MoFo re Plan WIP (.8); prepare for same (.1). Discussions with D. Mannal, A. Dienstag and J. Bessonette re: confirmation transition issues (1).	6.00	4,470.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/17/13	FREJKA, ELISE S	Call with M. Eisenberg regarding Cap Re recoveries (.3); call with M. Talarico regarding Cap Re recoveries (.4); conference call with S. Zide, R. Ringer, J. Shifer, MoFo regarding Plan Confirmation WIP (.8).	1.50	1,177.50
09/17/13	RINGER, RACHAEL L	Revise memo re: potential plan objections (1.8), further research re: same (.9), prepare for (.3) and attend call with B. Perlstein, D. Mannal and S. Zide re: LTA (1.0), follow up correspondence with D. Mannal and S. Zide re: same(.5), call with MoFo re: confirmation WIP (.8).	5.30	2,968.00
09/17/13	SHIFER, JOSEPH A	Review and numerous revisions to UMB voting stipulation (1.5), emails with S. Zide and J. Marines re same (.8), numerous confs with D. Harris re solicitation issues (.8), research re same (.4).	3.50	2,432.50
09/18/13	ZHAO, LUCY R	Revising Borrower Trust Agreement re: distributions and comments from A. Dienstag (4.7), c/w A. Dienstag re: same (.3).	5.00	3,275.00
09/18/13	ALLARD, NATHANIEL	Meet w/ D. Blabey, A. Dove, J. Dunlap, K. Denk re: plan confirmation research (.5); research plan releases (2.0), review caselaw re: same (4.0); research liquidation analyses (.8), correspond w/ S. Zide, R. Ringer re: same (.3).	7.60	3,230.00
09/18/13	BLABEY, DAVID E	Meet with A. Dove, N. Allard, K. Denk, J. Dunlap re third party release (.5); discuss RMBS confirmation issues with P. Bentley (.1), call to Ropes & Gray re same (.3); discuss witnesses with D. Mannal (.1) and C. Kerr (.1).	1.10	819.50
09/18/13	ZHAO, LUCY R	Continue revising Borrower Trust Agreement re: additional comments from KL team.	1.00	655.00
09/18/13	SIMON, NORMAN	Correspondence with K. Denk re: evidentiary issues in connection with confirmation.	0.10	82.50
09/18/13	PETTIT, LAURENCE	Attend meeting with A. Dienstag, J. Bessonette, and C. Archer to discuss liquidating trust agreement (2.0).	2.00	1,750.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/18/13	FREJKA, ELISE S	Call with D. Flanigan regarding Borrower Trust issues, distributions under plan, subordination (.7); analysis of draft estimates of borrower trust true up analysis (2.1); call with M. Talarico regarding same in preparation for conference call with Committee professionals (.9); conference call with D. Mannal, S. Zide, J. Wishnew, N. Rosenbaum, M. Talarico, R. Friedman, J. Krell, M. Eisenberg, Company representatives regarding preliminary estimates of Borrower Trust True-up (1.3); follow up discussion with D. Mannal regarding same (.2); call with A. Dienstag, L. Zhao regarding Borrower Trust agreement (.2); discuss distribution issues under the Plan with J. Shifer (.2); call with M. Talarico regarding Cap Re recovery analysis (.2).	5.80	4,553.00
09/18/13	MANNAL, DOUGLAS	Review PSC trust agreement (.6); comments/questions re: same (1.1); review revised LTA (.4); TCF/email with A. Dienstag re: same (.2); attend meeting with UCC members AIG and Allstate re: PSC trust agreement, tax issues, JSN mediation and FHFA (1.2); call w/ E. Frejka, S. Zide, J. Wishnew, N. Rosenbaum, M. Talarico re: preliminary estimates of Borrower Trust True-Up (1.3); TCF with D. Blabey and C. Kerr re: witnesses for confirmation hearing (.2); TCF with potential witnesses re: same (.5); review revised confirmation strategy memo (.6).	6.10	5,032.50
09/18/13	ARCHER, CAROL	Review of Liquidating Trust Agreement (2.6). meeting w/J. Bessonette, L. Pettit, A. Dienstag re: Liquidating Trust Agreement, preparation therefor (2.0). Attend meeting w/ S. Zide, D. Mannal, A. Dove, B. Herzog, A. Dienstag, S. Shelley, K. Handley, P. McElvain and others re: Liquidating Trust issues (1.2). Review of PSC Trust Agreement and Plan (2.0).	7.80	5,655.00
09/18/13	O'NEILL, P. BRADLEY	Review intercompany claim memo (.8); CF w/ P. Kaufman re: same, hearing (.4).	1.20	990.00
09/18/13	DENK, KURT M	Attend meeting with D. Blabey, A. Dove, N. Allard, and J. Dunlap re Plan confirmation strategy (.5) and draft memo notes re: same (.1).	0.60	297.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/18/13	DIENSTAG, ABBE L.	C/w J. Bessonette, L. Pettit, C. Archer re: implementing the LTA (2.0); complete revisions to Borrower Trust Agreement (3.0); c/w L. Zhao, E. Frejka re: issues regarding the Borrower Trust (0.3); meeting with S. Zide, D. Mannal, C. Archer, B. Herzog, Quinn Emmanuel attorneys to discuss Private Securities Claims Trust, and provide comments on latest draft of same (1.0); emails with J. Brodsky to coordinate timing and topics for 9/23/13 meeting (0.3).	6.60	5,775.00
09/18/13	BENTLEY, PHILIP	Discs. w/ C. Kerr (0.2), R. Martin (0.2), and D. Blabey (0.2) all re prep for witnesses at confirmation hearing.	0.60	537.00
09/18/13	KAUFMAN, PHILIP	Numerous emails with Debtors' counsel, D. Eggermann, D. Blabey, B. O'Neill and P. Bentley re: plan confirmation strategy (2.4); review and analysis of Disclosure Statement, deposition transcripts and expert reports/declarations in preparation for confirmation (2.5).	4.90	4,606.00
09/18/13	BESSONETTE, JOHN	Meeting with A. Dienstag, L. Pettit and C. Archer to review LTA(2.0) emails with C. Archer, S. Zide, A. Dienstag, regarding key issues re: same (.8).	2.80	2,310.00
09/18/13	TRACHTMAN, JEFFREY S.	Review memos and outline of confirmation issues (1.3); consult with D. Blabey, N. Hamerman, A. Goodman, C. Siegel re: legal research for pretrial brief (1.4).	2.70	2,497.50
09/18/13	HERZOG, BARRY	Meeting with K. Handley S. Zide, A. Dove, D. Mannal re: PSC Trust.	1.20	1,074.00
09/18/13	DOVE, ANDREW	Meet w/ Quinn team re PSC trust issues (.9). Meet w/ Quinn team, Committee members, D. Mannal, S. Zide and others re PSC issues (1.2).	2.10	1,375.50
09/18/13	DUNLAP, JEFFREY	Meeting with D. Blabey, K. Denk, A. Dove, N. Allard re: plan confirmation research (.5) and prepare for same (.6).	1.10	616.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/18/13	DOVE, ANDREW	Revise stipulation w/ NCUA per comments from MoFo (.6) and circulate to NCUA (.2). Draft outline of confirmation issues (focusing on release issues and issues with private securities claims) (4.5). Confer w/ N. Ornstein of Kirkland re securities actions (.5). Correspond with private securities claimants re: same (.7). Confer w/ D. Mannal re Rothstein settlement issues (.2). Confer w/ E. Frejka re same (.4); Meet w/ D. Blabey, N. Allard, J. Dunlap, K. Denk re: plan confirmation research (.5).	7.60	4,978.00
09/18/13	ZIDE, STEPHEN	Meeting with Allstate, AIG, A. Dove, B. Herzog, and A. Dienstag and D. Mannal re plan issues and securities claims trust (3). Call with Debtors re borrower trust (.6); review presentation re same (.5). Call with J. Dubel re trust agreement (.3). Emails with M. Chass and D. Blabey re intercompany claims (.4).	4.80	3,576.00
09/18/13	RINGER, RACHAEL L	Correspondence with J. Shifer, S. Zide, D. Mannal and K. Eckstein re: confirmation issues, (1.5).	1.50	840.00
09/18/13	SHIFER, JOSEPH A	Emails with J. Marines and T. Goren re UMB voting stipulation (.6), call with UMB counsel re same (.4); discuss distribution issues under the Plan w/ E. Frejka (.2).	1.20	834.00
09/19/13	ALLARD, NATHANIEL	Review caselaw re: plan releases (3.7), update summary re: same (2.6).	6.30	2,677.50
09/19/13	ZHAO, LUCY R	Revise Borrower Trust Agreement (2.4); conference w/ C. Archer re: same (.6).	3.00	1,965.00
09/19/13	SIMON, NORMAN	Correspondence with D. Blabey, D. Donovan, J. Trachtman re: confirmation issues (.5); Call with D. Blabey re: same (.2); Review JSN Discovery demand (confirmation) (.5); analysis of third party release issues (1.2)	2.40	1,980.00
09/19/13	O'NEILL, P. BRADLEY	Review FGIC opinion (.5).	0.50	412.50
09/19/13	EGGERMANN, DANIEL M	Call w/S. Zide, D. Mannal, A. Dove re confirmation prep (.5); call w/ Morrison Foerster team re same (1.0).	1.50	1,162.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/19/13	ARCHER, CAROL	Correspondence w/R. Ringer, J. Bessonette regarding Liquidating Trust Agreement ("LTA") (1.1). Meeting w/L. Zhao re: Borrowers Trust Agreement (.6). Edit Borrowers Trust Agreement (3.8). Review revisions to LTA, distribution to working group (.9).	6.40	4,640.00
09/19/13	KAUFMAN, PHILIP	Conference call with D. Eggermann, P. Bentley and D. Blabey re: plan confirmation strategy (.6); conference call with Debtors' counsel re: same (1.2); review plan documents and prep for confirmation hearing (1.0).	2.80	2,632.00
09/19/13	BENTLEY, PHILIP	Conf calls with C. Kerr/D. Rains/P. Kaufman, D. Blabey (0.7) and w/P. Kaufman, D. Blabey, D. Eggermann (0.6) re confirmation prep, e-mails with P. Kaufman, D. Blabey, D. Eggermann re same (0.4).	1.70	1,521.50
09/19/13	BESSONETTE, JOHN	Review and comment on revised LTA draft prepared by C. Archer reflecting recent comments, and general review (2.4); correspondence with C. Archer regarding issues in LTA (.3).	2.70	2,227.50
09/19/13	TRACHTMAN, JEFFREY S.	Correspondence with D. Blabey, C. Siegel, P. Farber, A. Goodman, R. Ringer re: confirmation issues(1.2).	1.20	1,110.00
09/19/13	BLABEY, DAVID E	Discuss monoline issues for confirmation with D. Eggermann (.2); meet with P. Bentley, P. Kaufman and D. Eggermann re same (.6) and call with Debtors counsel re same (.9); discuss FHFA confirmation issues with A. Dove (.2).	1.90	1,415.50
09/19/13	BESSNER, DEBORAH	Organize documents for N. Allard re caselaw for confirmation brief (.4) and order transcripts re same (.3).	0.70	206.50
09/19/13	DOVE, ANDREW	Draft outline of confirmation and subordination issues re FHFA claims (2.5) revise same (2.0). Perform legal research re: same (5.9).	10.40	6,812.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/19/13	FREJKA, ELISE S	Call with S. Perkins, N. Rosenbaum, J. Wishnew regarding cooperation agreement between Kessler Settlement Class and Liquidating Trust for Plan Supplement (.3); call with D. Blabey regarding R. Friedman testimony at confirmation (.1); discuss ETS treatment under Plan (.2); call with A. Dienstag, L. Zhao regarding Borrower trust agreement (.7); call with D. Flanigan, D. Mannal regarding preliminary positions for Borrower Trust True-Up (.4).	1.70	1,334.50
09/19/13	MANNAL, DOUGLAS	Email with Kirkland re: witnesses for confirmation (.2); update confirmation strategy memo (1); email w/ K. Eckstein re: same (.2).	1.40	1,155.00
09/20/13	SIMON, NORMAN	Correspondence. with D. Mannal, K. Eckstein, J. Trachtman, D. Blabey, D. Rains, C. Kerr, D. Donovan, re confirmation witnesses (.5); Review revised WIP for confirmation (.2).	0.70	577.50
09/20/13	BLABEY, DAVID E	Discuss witness lists and discovery with B. O'Neill (.6) and D. Mannal (.1) and exchange emails with MoFo re same (.1); call with MoFo and Ropes re testimony (.4); further discussion of witnesses with B. O'Neill (.6) and call with C. Kerr re: same (.3) and email to Committee witnesses (.4).	2.50	1,862.50
09/20/13	ALLARD, NATHANIEL	Review caselaw re: releases (4.0); review plan documents re: same (.5), update plan confirmation timeline (.7), correspond w/ D. Blabey, R. Ringer re: same (.3).	5.50	2,337.50
09/20/13	FREJKA, ELISE S	Extensive review of draft Borrower Trust Agreement (2.1); discuss open issues in agreement with D. Mannal (.2); call with C. Archer regarding comments to Borrower Trust Agreement (.5); call with C. Archer, J. Bessonette regarding convenience class in Borrower Trust Agreement (.3); discuss Trust Committee composition with C. Archer (.2).	3.30	2,590.50
09/20/13	ARCHER, CAROL	Review of Borrower Trust Agreement and related sections of the Plan re: establishment of borrower trust and distributions (3.6). Confs w/E. Frejka, J. Bessonette re: same (.9). Emails w/A. Dienstag, L. Pettit, J. Bessonette re: same (1.1).	5.60	4,060.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/20/13	KAUFMAN, PHILIP	Analysis of Disclosure Statement and consideration of proof required on confirmation re: plan settlements (2.8); emails with Debtors' counsel re: confirmation issues and strategy (1.3); numerous emails with D. Mannal, D. Eggermann, D. Blabey re: confirmation issues and strategy (.5); review deposition transcripts re: confirmation (2.3).	6.90	6,486.00
09/20/13	BENTLEY, PHILIP	Conf call w/R&G and MoFo re confirmation prep.	0.50	447.50
09/20/13	TRACHTMAN, JEFFREY S.	Emails with D. Blabey, P. Farber, G. Horowitz, Y. Chernyak re: confirmation issues, discovery and briefing schedule (1.3); review materials on releases for confirmation (1.5).	2.80	2,590.00
09/20/13	BESSONETTE, JOHN	Attend portion of conferences regarding trust agreement matters with E. Frejka, C. Archer (.7).	0.70	577.50
09/20/13	O'NEILL, P. BRADLEY	Review document requests re: confirmation discovery (.8); review discovery protocol and dates (.5); review emails re: FGIC and correspondence w/ D. Mannal and P. Kaufman re: same (.5).	1.80	1,485.00
09/20/13	MANNAL, DOUGLAS	Email with MoFo re: confirmation witnesses (.3); email/w/ D. Blabey re: same (.3); email w/ K. Eckstein re: LTA (.3); TCF w/ J. Dubel re: confirmation strategy and fees (.2); emails w/ AFI re: confirmation witnesses (.3).	1.40	1,155.00
09/20/13	RINGER, RACHAEL L	Correspondence with D. Mannal re: JSN voting stip (.6), research re: voting stipulation (1.2).	1.80	1,008.00
09/21/13	KAUFMAN, PHILIP	Emails with Debtors' counsel, D. Mannal, D. Blabey and D. Eggermann re: plan confirmation strategy (.7).	0.70	658.00
09/22/13	BLABEY, DAVID E	Call with D. Mannal, A. Dove, J. Beha re expert witness (.4); call with potential witness on securities claims (.4).	0.80	596.00
09/22/13	SIMON, NORMAN	Corresp. with K. Denk, D. Blabey re: confirmation pre-trial briefs.	0.10	82.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/22/13	DENK, KURT M	Email correspondence with D. Blabey & N. Simon re UCC Investigation analysis of claims identified in Examiner Report (.3) and e-mails with A. Kaup re documentation of UCC Investigation (.3).	0.60	297.00
09/22/13	FREJKA, ELISE S	Comment on Borrower Trust Agreement (.5); call with A. Dienstag regarding open issues for Borrower Trust Agreement (.2); call with C. Archer regarding open issues for Borrower Trust Agreement (.3); conference call with C. Archer and A. Dienstag regarding convenience class, trust committee open issues (.3).	1.30	1,020.50
09/22/13	KAUFMAN, PHILIP	Conference call with Debtors' counsel, D. Mannal, D. Blabey and NERA re: securities settlement issues (.4); emails with Debtors' counsel re: plan confirmation issues (.3); begin review of securities complaints (1.7).	2.40	2,256.00
09/22/13	ARCHER, CAROL	Confs w/E. Frejka, A. Dienstag re: Borrowers Trust Agreement (.5). Review revisions to Borrowers Trust Agreement, internal distribution thereof (3.0).	3.50	2,537.50
09/22/13	ALLARD, NATHANIEL	Review caselaw re: third-party releases (2.5)	2.50	1,062.50
09/22/13	DOVE, ANDREW	Attend conf. call w/ D. Mannal, D. Blabey, and J. Beha of MoFo re securities law expert retention for confirmation purposes (.5). Attend follow up call w/ NERA and same parties (.5).	1.00	655.00
09/22/13	SHIFER, JOSEPH A	Emails with R. Ringer re voting stipulation (.3), review changes to same (.5)	0.80	556.00
09/22/13	RINGER, RACHAEL L	E-mails with D. Blabey re: confirmation memos (.4)	0.40	224.00
09/22/13	MANNAL, DOUGLAS	Conference call with NERA re: confirmation declaration (.5); follow-up call w/ D. Blabey re: same (.5).	1.00	825.00
09/23/13	BLABEY, DAVID E	Call with MoFo, K&E re confirmation witnesses (.4) and follow up discussion with D. Mannal and N. Simon re: same (.2); multiple discussions with B. O'Neill, re confirmation witnesses (1.1) and calls with MoFo and K&E re same (.2); review final witness list (.2); meeting with B. O'Neill re confirmation discovery (.9); review 9019 cases (.8).	3.80	2,831.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/23/13	ALLARD, NATHANIEL	Research re: releases (2.8), update chart re: same (.7); draft portion of plan confirmation testimony (1.0).	4.50	1,912.50
09/23/13	DENK, KURT M	Perform research (.5) and review existing memos (.5) regarding documentation of UCC Investigation; emails with A. Kaup (.3) re same.	1.30	643.50
09/23/13	SIMON, NORMAN	Analysis of release issues in connection with confirmation (1); Call with R. Ringer re: Examiner discharge (.2); Review Examiner discharge papers and proposed orders in preparation for hearing (1.3); Review/edit talking points for hearing (.6); Review revised proposed order/and correspondence with D. Mannal, R. Ringer re: same (.3); Telephone call with Kirkland, MoFo re: AFI witness (.5); correspondence with D. Mannal, D. Raines re: same (.3); Calls with D. Donovan, MoFo, B. O'Neill, D. Mannal re: AFI witness (.4).	4.60	3,795.00
09/23/13	O'NEILL, P. BRADLEY	Review memoranda re: confirmation and draft to do list (.4); TCF Ropes & Gray re: securities (.5); CFs with D. Blabey re: witness lists (1.1); TCs with C. Kerr re: same (.2); conf w/ D. Mannal re: AFI witnesses (.2); TCF w/ C. Kerr, D. Donovan re: same (.4); TC w/ J. Berman re: document requests (.2); review confirmation timeline (.4); Correspondence w/ D. Blabey, A. Dove re: confirmation (.2).	3.60	2,970.00
09/23/13	DIENSTAG, ABBE L.	C/w D. Mannal re: modifications to agenda for meeting with J. Brodsky (0.2); meeting with D. Mannal, R. Ringer, B. Herzog, C. Archer, J. Bessonette, K. Eckstein, J. Brodsky to discuss LTA and initial tasks in preparation for plan closing (2.5); t/c w/ J. Rosensaft, MoFo attorneys re: asset identification (0.5); comment on selected initial task list (0.1) and c/w J. Bessonette, C. Archer re: same (0.2).	3.50	3,062.50
09/23/13	HERZOG, BARRY	Meeting w/J. Brodsky J. Bessonette, B. Herzog, R. Ringer, K. Eckstein and D. Mannal to disc liquidated trust agreement (2.5); analyze LTA re: same (0.3).	2.80	2,506.00
09/23/13	FREJKA, ELISE S	Conf w/ C. Archer re: analysis of underlying litigation assumptions for Borrower Trust True Up (2.7); discuss same with J. Shifer (.2).	2.90	2,276.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/23/13	TRACHTMAN, JEFFREY S.	Emails with G. Horowitz, D. Blabey, R. Ringer, re: trial prep, pretrial order, witness issues (1.2); review pretrial rules sections (.7); review memos on release issues for plan (.9).	2.80	2,590.00
09/23/13	ARCHER, CAROL	Conf w/E. Frejka re: Borrowers Trust Agreement, review revisions thereto (2.7). Meeting w/J. Brodsky, D. Mannal, R. Ringer, A. Dienstag, B. Herzog, K. Eckstein re: liquidation matters (2.5), prepare for same (.7). Draft action item list for same (1.8). Internal correspondence w/J. Bessonette, R. Ringer re: same (.8), review revisions to LTA (.4).	8.90	6,452.50
09/23/13	BESSONETTE, JOHN	Review documents (Disc. Statement regarding Trust functions, distributions, Plan,) (3.0); meeting with J. Brodsky, D. Mannal, R. Ringer, C. Archer re: LT (2.5); follow up correspondence with A. Dienstag and C Archer to review follow up points (.5); review/revise email to J. Brodsky of discussion points (.8).	6.80	5,610.00
09/23/13	KAUFMAN, PHILIP	Review other parties' witness lists for confirmation (1.2); continue review (1.8) and analysis (3.0) of deposition and hearing transcripts in connection with plan confirmation preparation.	6.00	5,640.00
09/23/13	BESSNER, DEBORAH	Distribute copies of the DS and Plan.	0.20	59.00
09/23/13	ROSENSAFT, JODI	Call with A. Dienstag and debtor's counsel re: mechanics for identifying debtors' assets and transfer of same to liquidating trust.	0.50	382.50
09/23/13	ZIDE, STEPHEN	ResCap emails re liquidating trust and plan supplement with R. Ringer and J. Shifer (1).	1.00	745.00
09/23/13	TAYLOR, JEFFREY	Correspondence w/ J. Bessonette re: liquidating trust (.9); review draft presentation materials regarding liquidating trust (.8); review trust agreements and summary materials (1.5).	3.20	2,480.00
09/23/13	RINGER, RACHAEL L	Attend meeting with J. Brodsky, A. Dienstag, and D. Mannal re: LT (2.5), review/revise summary of questions for meeting with company (.5), correspondence with D. Mannal re: same (.4).	3.40	1,904.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/23/13	MANNAL, DOUGLAS	TCF w/ Kirkland re: confirmation strategy (.8); email question to G. Horowitz re: witness at confirmation (.2); TCF w/ MoFo re: confirmation strategy (.4); office conference with K. Eckstein, G. Horowitz and P. Bentley re: JSN litigation (.9); TCF w/ CVP re: fee crediting (.4); prep for (.9) and meet with J. Brodsky, A. Dienstag and others re: LTA (2.5); revise discussion points re: LTA (.6); revise confirmation memo (.3).	7.00	5,775.00
09/23/13	ECKSTEIN, KENNETH H.	Attend portion of meeting with J. Brodsky re liquidation issues, prep for company meeting (2.4).	2.40	2,376.00
09/24/13	BESSNER, DEBORAH	Compile list of all fact witnesses re confirmation (.5); email B. O'Neill re Dubel Witness statement (.1).	0.60	177.00
09/24/13	ALLARD, NATHANIEL	Compile confirmation witness lists (.6), correspond w/ D. Blabey re: same (.1); conduct legal research re: debtor and third party releases (3.0), update chart re: same (1.4), email to D. Blabey, A. Dove re: same (.2).	5.30	2,252.50
09/24/13	SIMON, NORMAN	Correspondence with D. Mannal re: confirmation issues (.1); Review confirmation witness list (.2); review N. Allard chart of release cases (.4); correspondence with D. Donovan, J. Trachtman, K. Eckstein, D. Mannal re: release issues (.3); review Examiner discharge order (.1); Correspondence with K. Denk re: confirmation issues (.3).	1.40	1,155.00
09/24/13	O'NEILL, P. BRADLEY	Review issues re: confirmation (.3); TCF w/ D. Blabey re: same (.3); MTW D. Mannal, D. Blabey re: same (.5).	1.10	907.50
09/24/13	DENK, KURT M	Review case updates for 9/23 & 9/24 sent by R. Ringer (.3) & N. Allard (.2) re: plan confirmation issues. Review witness lists submitted in connection with Plan Confirmation (.2); correspondence with N. Simon re: same (.3), and draft revisions re: same (1.1).	2.10	1,039.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/24/13	DIENSTAG, ABBE L.	T/c with J. Brodsky (0.1) re: 10/1 meeting; correspond with D. Mannal re: same (0.1) and emails with D. Mannal and J. Brodsky re: same (0.1); correspond with J. Bessonette, C. Archer re: preparation of presentation to the committee regarding the LTA (0.4); emails with C. Archer re: revisions to LTA (0.2); correspondence with C. Archer, S. O'Neal, J. Opolsky and colleague concerning Liquidating Trust (0.5); follow up correspondence with D. Mannal, J. Bessonette re: same (0.3).	1.70	1,487.50
09/24/13	HERZOG, BARRY	Mark draft PSC Trust agreement (1.0) and Borrowers Claims Trust agreement (.7) re tax issues; emails w/ H. Tucker re: non-REMIC residuals (0.2).	1.90	1,700.50
09/24/13	FREJKA, ELISE S	Meeting with J. Shifer regarding open data points in connection with Borrower Trust True Up (.3); draft outline of open issues for Borrower Trust True Up (1.6); analysis of borrower assumptions put forth by Debtors in Borrower Trust True Up calculation (1.8); discuss contents of filing of same with D. Mannal (.1); emails with M. Talarico regarding same (.2); conference call with R. Nosek, B. Powers regarding assumptions in connection with pending litigation claims for Borrower Trust True Up (.3); call with M. Eisenberg regarding integration of data for testing of assumptions (.3).	4.60	3,611.00
09/24/13	ZIDE, STEPHEN	Call with C. Kerr, R. Ringer, Alix and FTI re liquidation analysis (1); review exhibit to DS re same (1). Emails with D. Blabey, K. Chertoff and J. Shifer re intercompany claims (.5). Emails with Cleary re estimation motion (.1). Review A. Dienstag emails re closing (.2).	2.80	2,086.00
09/24/13	BLABEY, DAVID E	Review other parties witness lists (.1); discussions re confirmation strategy and discovery with B. O'Neill and D. Mannal (.6); edit confirmation strategy memo (1).	1.70	1,266.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/24/13	ECKSTEIN, KENNETH H.	Call with R. Schrock re confirmation preparation and other case issues (.7); call with R. Wynne re: confirmation strategy (.4); call G. Lee re: same (.3), call T. Maloney, S. O'Neal re: same (.7); correspondence with D. Mannal and R. Ringer re liq trust issues, claims estimation, budget allocation and other case issues (1.4)	3.50	3,465.00
09/24/13	RINGER, RACHAEL L	Attend portion of call with MoFo re: liquidation analysis (.7), correspondence with S. Zide re: same (.4)	1.10	616.00
09/24/13	RINGER, RACHAEL L	Review memo re: potential liquidating trust COAs (1.6), draft talking points re: same (.4)	2.00	1,120.00
09/24/13	ARCHER, CAROL	Correspondence w/A. Dienstag re: LTA, BTA (.8). Conf call w/Cleary, A. Dienstag, J. Bessonette re: securities laws issues (.5). Correspondence w/J. Bessonette re: timeline for liquidating trust (.8), review liquidating trust agreement re: same (3.0). Prepare presentation re: Liquidating Trust (4.9), related review of Liquidating Trust documents and (2.0) and edits to presentation re: same (3.1).	15.10	10,947.50
09/24/13	BESSNER, DEBORAH	Review Examiner's Report for Confirmation issues (3.2); correspondence re: same with A. Chouprouta (.5).	3.70	1,091.50
09/24/13	BESSONETTE, JOHN	Correspondence with A. Dienstag and C. Archer re: LT issues (.1); emails with committee counsel's re: same (.7); correspondence w/ A. Dienstag, J. Bessonette and J. Taylor re: LTA (1.1); review SEC registration matters (1934 Act and 1940 Act) (1.7); and prepare slides regarding analysis of same (5.1).	8.70	7,177.50
09/24/13	KAUFMAN, PHILIP	Review and comment on latest version of plan confirmation strategy memo (.8); numerous emails with D. Eggermann, D. Mannal, S. Zide, K. Eckstein and D. Blabey re: confirmation issues (1.6); continue analysis of deposition and hearing transcripts in preparation for confirmation (5.4).	7.80	7,332.00
09/24/13	DOVE, ANDREW	Correspond w/ S. Shelley of Quinn re PSC issues (.4). Correspond w/ J. Bernbrock re Rothstein settlement (.5).	0.90	589.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/24/13	TAYLOR, JEFFREY	Review plan description of the liquidating trust (1.2); internal correspondence w/ J. Bessonette and A. Dienstag regarding liquidating trust mechanics (1.1); review trust agreements (1.9); revise draft presentation material regarding the same (.9).	5.10	3,952.50
09/24/13	CHOUPROUTA, ANDREA	Review Examiner's Report re: plan confirmation issues.	3.20	1,024.00
09/24/13	SHIFER, JOSEPH A	Numerous emails with D. Harris, S. Zide, and J. Marines re RMBS voting issues (.8), confs with R. Ringer and D. Mannal re voting stipulation (.7), emails with D. O'Donnell re same (.8)	2.30	1,598.50
09/24/13	MANNAL, DOUGLAS	Revise confirmation memo re: potential exhibits, evidence, and issues for confirmation brief (2.1); correspondence with K. Eckstein re: confirmation issues (.7); research transferability issue for units (1.1).	3.90	3,217.50
09/24/13	RINGER, RACHAEL L	Discussions with J. Shifer re: JSN voting stipulation (.5), review comments to same (.3).	0.80	448.00
09/25/13	SIMON, NORMAN	Correspondence with C. Kerr, D. Donavan re: confirmation issues (.3); attend portion of call with Committee members on JSN, litigation update (.5); correspondence with D. Mannal re: DOJ investigation (.2).	1.00	825.00
09/25/13	ALLARD, NATHANIEL	Draft portion of outline of confirmation testimony (1.0); review plan confirmation timeline (.3), correspond w/ D. Blabey re: same (.2).	1.50	637.50
09/25/13	BLABEY, DAVID E	Discuss confirmation strategy memo with D. Eggermann (.3); edit memo (1); review draft discovery requests to JSNs in connection with confirmation (.1).	1.40	1,043.00
09/25/13	ECKSTEIN, KENNETH H.	Correspond with D. Mannal re Syncora, and JSN issues (1.0)	1.00	990.00
09/25/13	RINGER, RACHAEL L	Draft portions of memo re: plan issues (.7), call with J. Brodsky, A. Dienstag, K. Eckstein, D. Mannal re: wind-down/LTA issues (.7), e-mails with K. Weitnauer and A. Dove re: plan WIP (.2).	1.60	896.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/25/13	RINGER, RACHAEL L	Correspondence with J. Shifer re: JSN voting stipulation (1.8), review same (1.4) numerous e-mails with D. Mannal and J. Shifer re: voting stipulation (1.0).	4.20	2,352.00
09/25/13	CHOUPROUTA, ANDREA	Research Examiner Report for references to plan confirmation issues (1.5);update spreadsheet of same (.5).	2.00	640.00
09/25/13	EGGERMANN, DANIEL M	Comment on confirmation issues outline (1.6); legal research re confirmation standards (.4); call w/MoFo re plan confirmation hearing (1.0).	3.00	2,325.00
09/25/13	TRACHTMAN, JEFFREY S.	Review draft PTO (1.3); emails with D. Blabey, G. Horowitz, debtors' counsel re: trial prep, experts, proposed motions (1.1); attend portion of meeting with G. Horowitz, B. O'Neill, C. Siegel, co-counsel re: Phase I trial prep (.8).	3.20	2,960.00
09/25/13	ARCHER, CAROL	Conf call w/J. Brodsky, A. Dienstag, J. Bessonette, R. Ringer, K. Eckstein et al re: closing issues (.6). Meetings w/A. Dienstag, J. Bessonette, J. Taylor re: Liquidating Trust issues, including securities law issues (.8). Review draft of presentation re: Liquidating Trust (4.4), related review of relevant documents re: same (2.0).	7.80	5,655.00
09/25/13	BESSNER, DEBORAH	Search Examiner's Report for references to Plan Confirmation issues (2.0) create excel spreadsheet of same (1.7).	3.70	1,091.50
09/25/13	BENTLEY, PHILIP	Conf call w/MoFo and F. Sillman (1.0) and correspondence w/ P. Kaufman, D. Blabey (0.3) re confirmation hearing prep re RMBS and monoline settlement issues, review follow up presentation re: same (1.7).	3.00	2,685.00
09/25/13	BESSONETTE, JOHN	Correspondence w/ D. Mannal, C. Archer, A. Dienstag and J. Taylor regarding unit distribution mechanics, presentation re LTA, trust and timeline (2.8).	2.80	2,310.00
09/25/13	O'NEILL, P. BRADLEY	Review statements of issues for Phase I and Phase II/confirmation (2.9); review document requests from JSNs re: confirmation/phase II (1); review witness lists re: same (.4)	4.30	3,547.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/25/13	DENK, KURT M	Review email updates re: confirmation issues (4). Review Plan in preparation for confirmation issues (2.7) and draft outline of confirmation issues (3) for N. Simon in connection with Plan Confirmation.	6.10	3,019.50
09/25/13	KAUFMAN, PHILIP	Conference call with Debtors' counsel, P. Bentley, D. Eggermann and D. Blabey re: proposed expert testimony (1.3); numerous emails with D. Blabey, D. Eggermann and P. Bentley re: confirmation strategy (2.2); continue analysis of deposition and hearing transcripts in preparation of confirmation briefing (4.7).	8.20	7,708.00
09/25/13	FREJKA, ELISE S	Call with J. Krell, R. Nosek regarding litigation assumptions in connection with Borrower Trust True-Up (.3); revise Borrower Trust True-Up (3.1); analysis of pending objections for purposes of assumptions in Borrower Trust True-Up (1.8); emails with S. Linde regarding cooperation agreement between Kessler Class and Liquidation Trust (.2); review tax comments to Borrower Trust document and discuss with C. Archer (.2).	5.60	4,396.00
09/25/13	DIENSTAG, ABBE L.	Review first draft of committee PowerPoint presentation re: Liquidating Trust (0.3) and c/w J. Bessonette, C. Archer on concepts for revision (0.5); t/c with K. Eckstein, D. Mannal, J. Bessonette and J. Brodsky to discuss meeting with ResCap management and preparations for committee meeting (0.6); preparation for same (0.2).	1.60	1,400.00
09/25/13	DOVE, ANDREW	Revise PSC trust agreement per tax comments from B. Herzog (.5) and circulate to Quinn (.2). Review objection to NJ Carpenters settlement (.6). Draft summary re same (.7) and perform related legal research (1.9).	3.90	2,554.50
09/25/13	CHASS, MARK	Discs w/ M. Guccion re impairment research.	0.50	387.50
09/25/13	SHIFER, JOSEPH A	Correspondence with S. Tandberg and R. Ringer re plan supplement issues (.6), numerous emails with D. Mannal, R. Ringer, and J. Marines re UMB voting stipulation (.7), confs/emails with D. O'Donnell re same (.4).	1.70	1,181.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/25/13	MANNAL, DOUGLAS	Comments to Borrower Trust Agreement (1.9); email with Kessler counsel re: same (.2); email w/ J. Brodsky re: same (.5); revise borrower claims analysis (.9); correspondence with K. Eckstein, R. Ringer re: confirmation prep (1).	4.50	3,712.50
09/25/13	ECKSTEIN, KENNETH H.	Call with J. Brodsky re transition issues to liquidating trust (.8)	0.80	792.00
09/26/13	CHOUPROUTA, ANDREA	Search Examiner Report for plan confirmation issues (2.0), draft spreadsheet containing same (1.0).	3.00	960.00
09/26/13	ALLARD, NATHANIEL	Draft portion of confirmation testimony (1.0), research re: debtor and third-party releases (2.2), update chart re: same (.4), correspond w/ A. Dove re: same (.2); research re: exculpation (.7). review confirmation witness lists (.7), update same (.2), correspond w/ D. Blabey, D. Bessner re: confirmation witnesses (.5).	5.90	2,507.50
09/26/13	BLABEY, DAVID E	Correspondence re: confirmation strategy memo edits with D. Mannal and B. O'Neill (.8); discuss releases with J. Trachtman (.2) and review cases re same (.3); edit confirmation strategy memo (2.4); call with T. Goren re edits (.1); discuss confirmation memo with R. Ringer (.5) and correspondence with P. Bentley re: same (.1).	4.40	3,278.00
09/26/13	BESSNER, DEBORAH	Continue search of confirmation issues in Examiners report (3.5) and meet with K. Denk re same (.5); begin compiling binder re same (1.2).	5.20	1,534.00
09/26/13	SIMON, NORMAN	Review FIRREA subpoena; review SEC investigation background (.6); correspondence with D. Mannal re: same (.2); Meeting with K. Denk, calls with D. Blabey, J. Trachtman re: confirmation issues (.5); analysis of release issues (1.8); calls/correspondence with D. Donovan re: witness issues (.4); Call/sp. with K. Denk re: confirmation witnesses (.5); review confirmation strategy memo revisions (.3).	4.30	3,547.50
09/26/13	BENTLEY, PHILIP	Review (.5) and analyze (1.5) monoline and RMBS confirmation prep issues and correspondence w/ D. Blabey and R. Ringer re same (0.3).	2.30	2,058.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/26/13	ARCHER, CAROL	Conf w/E. Frejka re: BTA, review revisions thereto and circulation thereof to D. Flanigan (1.1). Meetings/confs w/J. Bessonette re: liquidation issues, presentation, closing matters (2.4). Conf w/R. Ringer re: LTA (.5). Draft timeline presentation re; liquidating trust (2.5), related review of Plan (2.6).	9.10	6,597.50
09/26/13	BESSONETTE, JOHN	Emails w/ D. Mannal, C. Archer and J. Brodsky re units, liquidating trust, litigation causes of action (.8), presentation to Ms. Hamzehpour re: same (.5); prepare presentation to committee at next meeting re LTA and Trust (1.1) ; analyze LTA reporting and SEC registration matters (1.3).	3.70	3,052.50
09/26/13	DENK, KURT M	Draft outline for B. O'Neill and N. Simon re Plan Confirmation witness due diligence (6.3); correspondence with D. Blabey & J. Dunlap re same (.5), meeting with D. Bessner re: review of examiner's report (.5)	7.30	3,613.50
09/26/13	KAUFMAN, PHILIP	Conference call with MBIA's counsel and D. Eggermann re: plan confirmation issues and strategy (1.1); conferences and emails with D. Eggermann re: same (.7); review revised version of confirmation strategy memo (1.2); analysis of deposition and hearing transcripts and witness declarations in preparation for trial (4.6).	7.60	7,144.00
09/26/13	FREJKA, ELISE S	Call with R. Friedman regarding Borrower trustee candidate, budget for Borrower trust (.3); review borrower trustee candidate (.2); emails with D. Mannal regarding same (.1); analysis of litigation assumptions for Borrower Trust True-Up (2.0); call with M. Eisenberg regarding litigation assumptions for Borrower Trust True-up (.2).	2.80	2,198.00
09/26/13	TRACHTMAN, JEFFREY S.	Review confirmation strategy memo and pretrial order draft (1.6); correspondence with D. Blabey, A. Dove, N. Allard re: release research, PTO draft, confirmation brief (1.3), discuss releases with D. Blabey (.2)	3.10	2,867.50
09/26/13	EGGERMANN, DANIEL M	Review confirmation strategy memo (1.0); call w/Cadwalader re confirmation prep (1.0)	2.00	1,550.00
09/26/13	DOVE, ANDREW	Draft confidentiality agreement for use w/ FHFA (2.3).	2.30	1,506.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/26/13	FRIEDMAN, ALAN R.	Correspondence with w/ A. Dove re: settlement objectives (.3); Review (.4) and analysis (.6) re: objection re: settlement; research re: confirmation issues (.7).	2.00	1,950.00
09/26/13	RINGER, RACHAEL L	Correspondence with D. Mannal, B. O'Neill and D. Blabey re: confirmation issues (.6), comment on confirmation memo (2.2), correspondence with E. Frejka re: borrower true-up issues (.5), discussion with D. Blabey re: confirmation memo (.5), revise same (.4), e-mails with P. Bentley re: plan issues (.4)	4.60	2,576.00
09/26/13	DOVE, ANDREW	Draft outline of legal issues for confirmation brief re: releases and private securities issues (3.7) and perform additional research re same (2.9).	6.60	4,323.00
09/26/13	CHASS, MARK	Review M. Guccion research re JSN voting issues (.6), email w/ J. Marines re impairment (.2), review MoFo memo re same (.8).	1.60	1,240.00
09/26/13	O'NEILL, P. BRADLEY	Review confirmation strategy memo (.3); emails with C. Kerr re: confirmation (.3); review protocol (.3); TCF MoFo re: confirmation witnesses and issues (1); emails N. Simon, K. Denk re: same (.2); review intercompany memo (.6); conference with D. Mannal re: confirmation (.2); review Examiner report re: witnesses (.5).	3.40	2,805.00
09/26/13	MANNAL, DOUGLAS	TCF w/ J. Brodsky re: LTA, next steps on wind-down and summary of all-hands meeting with company (.7); email w/ J. Taylor and J. Dubel re: borrower trustee candidate (.2); review CV of same (.2).	1.10	907.50
09/27/13	CHOUPROUTA, ANDREA	Compile referenced pages from Examiner Report citing plan confirmation witnesses.	3.50	1,120.00
09/27/13	DENK, KURT M	Perform background research (4.5), and draft (6.1) summary for B. O'Neill and N. Simon re Plan Confirmation witness due diligence; correspondence with D. Blabey & J. Dunlap re same (.5), meeting with J. Dunlap re: same (.4), phone calls with J. Dunlap re: confirmation witnesses (.3).	11.80	5,841.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/27/13	BLABEY, DAVID E	Review materials in connection with drafting Dubel direct testimony outline (3.3); discuss same with R. Ringer (.1); discuss confirmation strategy memo with D. Mannal and R. Ringer (.1); discuss success fee with D. Mannal (.1) and research re same (.2).	3.80	2,831.00
09/27/13	ALLARD, NATHANIEL	Correspond w/ C. Archer, R. Ringer re: disclosure statement and related documents (.3), legal research re: plan releases (4.0), correspond w/ A. Dove, D. Blabey re: same (.2); Further research re: plan releases (1.5).	6.00	2,550.00
09/27/13	SIMON, NORMAN	Corresp. with K. Denk re: confirmation witnesses (.5); Corresp. with D. Mannal, B. O'Neill re: confirmation issues (.2).	0.70	577.50
09/27/13	KAUFMAN, PHILIP	Emails with Debtors' counsel, D. Eggermann, B. O'Neill and D. Blabey re: confirmation strategy (1.7); review deposition transcripts and witness declarations re: same (4.9).	6.60	6,204.00
09/27/13	BESSONETTE, JOHN	Review LTA re: effectiveness transactions, Trust activities, securities matters (4.8); review and revise draft of presentation to committee and J. Brodsky. (2.7).	7.50	6,187.50
09/27/13	FREJKA, ELISE S	Call with D. Mannal, T. Hamzehpour, J. Brodsky regarding cooperation between Liquidating Trust and Borrower Trust (.2); revise Borrower Trust True-Up for plan supplement (5.2); review selection of Borrower Trust Trustee (.1); call with D. Flanigan regarding same (.2); discuss parameters of non-disclosure agreement for trustee selection with N. Rosenbaum (.1);	5.80	4,553.00
09/27/13	ARCHER, CAROL	Review of Debtor Materials, including workflows and monthly presentation re: LT transition (3.0). Review Liquidating Trust Presentation re: same (2.2).	5.20	3,770.00
09/27/13	BESSNER, DEBORAH	Compile binder for K. Denk re case map (.3); email K. Denk the JSN DS objection (.1); continue search of Examiner's Report for reference to witnesses and compile binders re same (3.4).	3.80	1,121.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/27/13	DOVE, ANDREW	Meet w/ D. Mannal re status of NCUAB, Ambac, and Rothstein settlements, FHFA claims and legal issue analysis, Judgment reduction issues, and third party release research and analysis (.6). Confer w/ B. Guiney of Patterson re Ambac settlement (.5). Provide comments on sections of confirmation strategy memo (2.3) and confer w/ D. Blabey and D. Eggermann re same (.2). Review chart of cases prepared by N. Allard re third party releases (.8) and confer w/ N. Allard re same (.2). Legal research re cram-down issues (3.5).	8.10	5,305.50
09/27/13	FRIEDMAN, ALAN R.	Research re: private securities claims settlement issues (.6) and review of pleadings re: settlement (.4).	1.00	975.00
09/27/13	DUNLAP, JEFFREY	Meeting with K. Denk re: confirmation issues (.4); phone calls with K. Denk re: confirmation witnesses (.3); summarize potential issues re: JSN designated witnesses (6.3)	7.00	3,920.00
09/27/13	RINGER, RACHAEL L	Emails with D. Blabey re: confirmation prep (.3), review mediation timeline (.7), call with J. Marines re: plan WIP (.4), emails with D. Mannal re confirmation strategy memo (.5), revise borrower true up presentation (.8), further revise same (1.0).; call with D. Mannal re: balloting (.3).	4.00	2,240.00
09/27/13	CHASS, MARK	Review MoFo and Curtis Mallet memos re impairment (.6), review M. Guccion research re same (.6), email with J. Marines re impairment (.2), review MoFo memo re same (.2).	1.60	1,240.00
09/27/13	MANNAL, DOUGLAS	Revise confirmation strategy memo re: potential evidence at confirmation hearing (1.7); email to UCC re: same (.4); TCF w/ J. Brodsky re: next steps on LTA and issues re: same (.4); TCF w/ R. Ringer re: balloting (.3); review Dubel witness prep materials (.3).	3.10	2,557.50
09/28/13	RINGER, RACHAEL L	Revise borrower true-up presentation with E. Frejka (2.1)	2.10	1,176.00
09/28/13	O'NEILL, P. BRADLEY	Review issues with JSN witness lists and summaries of same	1.50	1,237.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/28/13	FREJKA, ELISE S	Revise Borrower Trust True-Up presentation w/ R. Ringer (2.1); continue revising borrower trust true-up presentation (2.2), analysis of borrower claims in connection with same (2.0).	6.30	4,945.50
09/28/13	DOVE, ANDREW	Review research memos re subordination issues (2.9).	2.90	1,899.50
09/28/13	SHIFER, JOSEPH A	Numerous emails with S. Zide and R. Ringer re balloting issues (.5).	0.50	347.50
09/29/13	BLABEY, DAVID E	Outline Dubel direct testimony for confirmation.	1.50	1,117.50
09/29/13	RINGER, RACHAEL L	Revise borrower true-up presentation (3.0), e-mails with FTI re: same (1.5), further revise same per comments from E. Frejka, D. Mannal and FTI (1.6), e-mails with D. Mannal and Kirkland re: confirmation strategy memo (.4)	6.50	3,640.00
09/29/13	ZIDE, STEPHEN	Email with R. Ringer and D. Mannal re confirmation memo (.1). Email with D. Harris re ballot issue (.1). Review confirmation strategy memo (.6).	0.80	596.00
09/29/13	SIMON, NORMAN	Corresp. with J. Trachtman, D. Blabey, N. Allard, A. Dove re: strategy session on releases (.1); preparation for same (.5).	0.60	495.00
09/29/13	BESSONETTE, JOHN	Correspondence with A. Dienstag and C. Archer re draft presentation re Liquidating Trust and Liquidating Trust Agreement, Effective date closing (1.6), call with A. Dienstag re: same (.2).	1.80	1,485.00
09/29/13	ARCHER, CAROL	Revise Liquidating Trust Presentation (3.1), correspondence with A. Dienstag, J. Bessonette relating thereto (1.9). Review of comments to Borrower-Claims Trust Agreement, emails with E. Frejka, A. Dienstag related thereto (.5), t/c with A. Dienstag re: presentation (.2).	5.70	4,132.50
09/29/13	FREJKA, ELISE S	Revise Borrower Trust True-Up per further analysis of borrower claims and settled borrower claims.	3.60	2,826.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/29/13	DIENSTAG, ABBE L.	Revise substantial parts of committee presentation re: transitioning to the liquidating trust (2.5); t/c C. Archer re: same (0.2); c/w J. Bessonette re: same (0.2); draft revised time line (1.0); draft revised governance section (0.5); draft revised limit issuance section (0.5); draft revised SEC registration section (0.5) for presentation.	5.40	4,725.00
09/29/13	DOVE, ANDREW	Revise FHFA confidentiality agreement per comments from S. Zide and D. Mannal (1.2) and circulate to FHFA and MoFo (.2).	1.40	917.00
09/30/13	SIMON, NORMAN	Calls/correspondence with K. Denk, N. Hamerman re: MMLPSA issues (.5); Correspondence/calls with B. O'Neill, D. Mannal, D. Donovan re: AFI witness (.5); Review AFI witness list and correspondence with N. Hamerman J. Braun re: AFI witnesses (.4); correspondence with B. O'Neill, N. Hamerman re: witness issues (.3); Meeting with K. Denk re: witness/MMPLSA issues (.4); Correspondence with J. Trachtman, D. Blabey re: confirmation issues (.4); correspondence with J. Brown, D. Mannal, C Kerr, others re: confirmation discovery (.2)	2.70	2,227.50
09/30/13	BESSNER, DEBORAH	Compile binder re Confirmation witnesses referenced in the Examiner Report.	2.70	796.50
09/30/13	CHOUPROUTA, ANDREA	Highlight (1.6) and compile (1) all plan confirmation witnesses cited in Examiner Report.	2.60	832.00
09/30/13	ALLARD, NATHANIEL	Prepare for meeting re: confirmation witnesses (.3); research facts for confirmation declarations (1.2), draft portions of same (1.8); review caselaw re: third party releases (1.0), update chart re: same (.4); update confirmation timeline and WIP (.3), correspond w/ R. Ringer re: same (.1). Draft confidentiality agreement w/ potential Borrower Claims Trustee (1.4), correspond w/ R. Ringer re: same (.2), revise same (.5), correspond w/ E. Frejka re: same (.2), further review same (.5); research re: liquidation analyses (.6), correspond w/ R. Ringer re: same (.1). Research re: liquidating trusts (2.0), correspond w/ S. Zide, D. Mannal re: same (.3).	10.90	4,632.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/30/13	BLABEY, DAVID E	Discuss confirmation witness prep with B. O'Neill (.5); review proposed document requests from opposing parties (1.2); prepare for meeting with J. Dubel to discuss witness prep (.9); meet with B. O'Neill, D. Eggermann, P. Kaufman, J. Dubel, K. Eckstein to discuss witness prep (2.4).	5.00	3,725.00
09/30/13	EGGERMANN, DANIEL M	Prepare for (.6) and attend (2.4) confirmation hearing prep session w/ J. Dubel and Jones Day	3.00	2,325.00
09/30/13	DENK, KURT M	Review case status update emails and took notes re matters relevant to Plan Confirmation (.6). correspondence with N. Simon, B. O'Neill, and N. Hamerman re same (.7). Meet with N. Simon re Plan Confirmation workflow (.4). draft memo re Plan Confirmation witness designation issues (4.9).	6.60	3,267.00
09/30/13	DOVE, ANDREW	Review 9019 motion re NCUA settlement drafted by MoFo (.5). Correspond w/ D. Blabey re FHFA issues (.3). Draft outline of arguments and issues re FHFA claims for pending settlement discussions (5.2) and perform additional research re same (4.4).	10.40	6,812.00
09/30/13	DIENSTAG, ABBE L.	Correspondence with E. Frejka, C. Archer re: responses for D. Flannigan on the Borrower Trust Agreement (1.0); Correspondence with D. Mannal, P. McElvain re: reporting requirements of Liquidating Trust (0.3); correspondence with D. Mannal, S. O'Neal, J. Opolsky, R. Lindsen, C. Thompson of Cleary re: 40 Act considerations (0.4); correspondence with K. Eckstein, D. Mannal re: same (0.5); call G. Silfen re: same (0.2); review ICH no-action letter re: same (0.5); draft Borrower Trust summary for PPT (1.0); revise SEC summary for PPT (0.5); review of additional revisions to PPT and emails C. Archer re: same (0.5).	4.90	4,287.50
09/30/13	BESSONETTE, JOHN	Correspondence with A. Dienstag, C. Archer, S. Zide, D. Mannal, S. Tandberg regarding Liquidating Trust (2.0) draft presentation regarding same for presentation to Committee members (4.7); prepare for meeting with J. Brodsky, T. Hamzehpour and J. Horner re: liquidating trust issues (1.4).	8.10	6,682.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/30/13	O'NEILL, P. BRADLEY	CF w/ D. Blabey re: witness prep (.3); CF w/ D. Blabey re: discovery request (.2); review strategy memo and Dubel statement (.5); prepare for meeting re: witness prep (.5); MTW FGIC, Jones Day, D. Blabey and D. Eggermann re: same (2.4); TCs with J. Alexander re: witness list (.4); correspondence K. Eckstein, S. Zide, G. Horowitz re: discovery (.2); review revised witness list (.2); email team re: same (.2); review Milbank letter re: discovery (.2); CF w/ D. Mannal re: AFI witness (.2).	5.30	4,372.50
09/30/13	ZIDE, STEPHEN	Review deck on confirmation corporate issues (1.5); further revisions to revised version of same (1.1). correspondence with J. Shifer re balloting issue (.2). correspondence with D. Mannal re liquidation trust (.5); emails with J. Bessonette re same (.2). Emails with R. Ringer and A. Dienstag re liquidation trust (.1). Emails with R. Ringer re plan WIP (.1). emails with N. Allard and D. Mannal re research on liquidating trust reporting (.4).	4.10	3,054.50
09/30/13	PETTIT, LAURENCE	Review liquidating trust presentation distributed by C. Archer (0.3); review revised draft liquidating trust agreements (0.3).	0.60	525.00
09/30/13	KAUFMAN, PHILIP	Preparation for (.4) and attend (2.4) meeting with J. Dubel and Jones Day re: confirmation strategy; correspondence with D. Eggermann, D. Blabey, B. O'Neill and K. Eckstein re: confirmation issues and strategy (2.3); review amended witness lists (.3); emails with Debtors' counsel re: confirmation issues (.4); analysis of Disclosure Statement re: confirmation issues (2.4).	8.20	7,708.00
09/30/13	HERZOG, BARRY	Review draft LT presentation (.4); related email to C Archer (.3).	0.70	626.50
09/30/13	FRIEDMAN, ALAN R.	Discs. w/. A. Dove re: Carpenters case and settlement issues (.2); research re: bar order issues (1.7); email re: research (.2); review relevant pleadings (.5).	2.60	2,535.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/30/13	RINGER, RACHAEL L	Revise borrower true-up presentation (1.2), confs with J. Shifer re: same (1.8) analysis of borrower claims and settlements re: same (1.1), correspondence with D. Mannal, J. Shifer and E. Frejka re: same (.8), revise plan WIP (.2), revise confirmation work plan (.2), further revise borrower trust true-up presentation re: comments from Debtors, E. Frejka, J. Shifer (2.2), correspondence with D. Mannal re: additional revisions to same (.8), incorporate D. Mannal comments to same(1.2), research re: liquidating trust reporting (1.0), e-mails with KL confirmation team re: plan WIP (.3).	10.80	6,048.00
09/30/13	RINGER, RACHAEL L	Discussion with Curtis re: potential liquidating trust COAs (.7), correspond with D. Mannal re: CVP fees (.4).	1.10	616.00
09/30/13	TRACHTMAN, JEFFREY S.	Correspondence with K. Eckstein, G. Horowitz, D. Blabey, S. Zide re: confirmation hearing strategy and discovery (1.5).	1.50	1,387.50
09/30/13	ROSENSAFT, JODI	Reviewing Liquidating Trust presentation; correspondence to A. Dienstag re: same.	0.30	229.50
09/30/13	CHASS, MARK	Begin drafting memo re JSN claims against non-guarantor grantors (3.1), discs w/ M. Guccion re same (.6).	3.70	2,867.50
09/30/13	MANNAL, DOUGLAS	TCF w/ A. Dove and W&C's counsel re: LTA (.4); follow-up call with A. Dove re: same (.4); TCF/email w/ S. Zide, N. Allard re: 1934 Act and issues (.3); research same (.6); Correspondence with K. Eckstein and A. Dove re: same (.5); revise LTA presentation in preparation for meeting with J. Brodsky and T. Hamzehpour (1.8).	4.00	3,300.00
09/30/13	SHIFER, JOSEPH A	Emails with S. Zide re balloting issue (.4), revise KCC letter re same (.7), and follow up emails with D. Harris and J. Morrow re: same (.5), numerous confs with C. Archer, J. Bessonette, and S. Zide re liquidating trust presentation (.8), confs with R. Ringer re borrower true-up presentation revisions (1.8), review revised voting stipulation (.4), follow up confs/emails with D. Mannal and R. Ringer re same (.5), research re reserve motion (.8).	5.90	4,100.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/30/13	FREJKA, ELISE S	Correspondence with D. Mannal, J. Shifer, R. Ringer regarding draft Borrower Trust True-Up (.7); review Kessler comments to Borrower Trust Agreement and outline inserts for agreement (.8); analysis of valuation of outstanding class action claims for Borrower Trust True Up (2.6); meeting with A. Dienstag, C. Archer regarding Borrower Trust Agreement (1.0); correspondence with C. Archer regarding Kessler concepts for revision to Borrower Trust Agreement (.4); revise Borrower Trust True Up draft (2.9); correspondence with D. Mannal, R. Ringer, J. Krell, R. Nosek, R. Friedman regarding assumptions for Borrower Trust True Up with respect to claims under review (.9); follow up call with R. Friedman regarding same (.2); review confidentiality agreement for Borrower Trust trustee (.2); email with J. Wishnew regarding same (.1); revise same (.1).	9.90	7,771.50
09/30/13	ARCHER, CAROL	Draft memo re: costs of being a public company (.8), related research (.5) and correspondence with J. Bessonette (.3). Meetings with A. Dienstag, E. Frejka re: BTA (1.0), revise same (2.8), correspondence with A. Dienstag re: Liquidating Trust presentation (3.0), correspondence with J. Shifer, J. Bessonette relating same (.5), review revisions re: same (3.1). Emails with L. Pettit, R. Ringer, J. Shifer, L. Zhao re: liquidating trust matters (.5).	12.50	9,062.50
09/30/13	ECKSTEIN, KENNETH H.	Attend portion of meeting with J. Dubel, R. Wynne re confirmation, testimony issues (1.4); correspond D. Mannal re Liq trust transferability issues (.7); correspondence with A. Dienstag re same (.3); comment on Liq Trust presentation materials (.8)	3.20	3,168.00
TOTAL			<u>1,230.40</u>	<u>\$897,587.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

December 11, 2013
Invoice No. 636290

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	46.30	45,837.00
TRACHTMAN, JEFFREY S.	PARTNER	11.90	11,007.50
BENTLEY, PHILIP	PARTNER	80.30	71,868.50
O'NEILL, P. BRADLEY	PARTNER	107.50	88,687.50
CHIN, KENNETH	PARTNER	6.70	5,862.50
KAUFMAN, PHILIP	PARTNER	1.30	1,222.00
HERZOG, BARRY	PARTNER	0.90	805.50
MANNAL, DOUGLAS	PARTNER	7.30	6,022.50
HOROWITZ, GREGORY A.	PARTNER	219.40	196,363.00
SCHULMAN, BRENDAN M.	SPEC COUNSEL	4.20	3,297.00
ZIDE, STEPHEN	ASSOCIATE	24.80	18,476.00
CHASS, MARK	ASSOCIATE	62.40	48,360.00
HAMERMAN, NATAN	ASSOCIATE	180.60	139,965.00
GOODMAN, ALISSA R.	ASSOCIATE	142.50	101,175.00
SIEGEL, CRAIG L	ASSOCIATE	182.80	141,670.00
FARBER, PEGGY	ASSOCIATE	216.60	161,367.00
SHIFER, JOSEPH A	ASSOCIATE	29.80	20,711.00
FOLEY, NICOLE	ASSOCIATE	227.20	148,816.00
BLABEY, DAVID E	ASSOCIATE	92.00	68,540.00
CHERNYAK, YEKATERINA	ASSOCIATE	117.10	83,141.00
AMSTER, JASON S	ASSOCIATE	5.00	3,625.00
WOLF, BENJAMIN	ASSOCIATE	30.70	17,192.00
RINGER, RACHAEL L	ASSOCIATE	5.60	3,136.00
MILLER, ASHLEY S	ASSOCIATE	53.30	32,513.00
DUNLAP, JEFFREY	ASSOCIATE	0.20	112.00
LINTZ, EDWARD M	ASSOCIATE	127.30	63,013.50
KAUP, ANASTASIA N	ASSOCIATE	147.40	72,963.00
GUCCION, MARY K	ASSOCIATE	21.00	11,760.00
ALLARD, NATHANIEL	ASSOCIATE	4.30	1,827.50
KHOWONG, AVON	ASSOCIATE	8.00	4,480.00
CIPOLLA, SANTO A.	PARALEGAL	8.90	2,714.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
CHOUPROUTA, ANDREA	PARALEGAL	3.80	1,216.00
SIKES, ALISON	PARALEGAL	125.60	38,308.00
PHILLIP, RENEE	PARALEGAL	32.10	9,790.50
BECKER, BRYON	PARALEGAL	0.60	177.00
BESSNER, DEBORAH	PARALEGAL	<u>8.50</u>	<u>2,507.50</u>
TOTAL		<u>2,343.90</u>	<u>\$1,628,529.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/01/13	FARBER, PEGGY	Review relevant produced documents to prep Committee witnesses for JSN depositions (2.2)	2.20	1,639.00
09/01/13	GOODMAN, ALISSA R.	Review relevant produced documents for JSN deposition preparation (.5); Email with H5 regarding same (.1).	0.60	426.00
09/01/13	CHASS, MARK	Review JSN indenture (1.2), security agreement (1.0), and UCC filings re JSN liens (1.2), email w/ A. Khowong re results of research (.8), review research results re: same (1.6).	5.80	4,495.00
09/02/13	LINTZ, EDWARD M	Emails with Alix Partners, Morrison Foerster, Curtis, and Pachulski re: JSN document production	0.60	297.00
09/02/13	BENTLEY, PHILIP	Review e-mails from P. Farber re: deposition preparation of Committee witnesses.	0.20	179.00
09/02/13	FARBER, PEGGY	Review relevant produced documents to prep for JSN deposition witnesses (1.2); emails with researchers re: searches of JSN document production in connection with same (.6); emails with J. Levitt re certain depositions (.1); summarize 30(b)(6) topics for witness (2.3); call w/ E. Tobin re background of certain deposition witness (.2); review Wells Fargo deposition outline (1.6).	6.00	4,470.00
09/02/13	SCHULMAN, BRENDAN M.	Review emails from L. Troyer re document review update (0.2); review email from R. Abdelhamid re: same (0.1)	0.30	235.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/02/13	GOODMAN, ALISSA R.	Review deposition outline for JSN trial witnesses (.5); Email with C. Siegel, P. Farber, and N. Hamerman regarding document review in preparation for depositions (.2); email with H5 regarding same (.2).	0.90	639.00
09/02/13	CHASS, MARK	Analyze litigation strategy re: intercompany claims issues.	1.90	1,472.50
09/03/13	LINTZ, EDWARD M	Call with Alix Partners re: newly produced JSN document (0.2); review same (0.4); review relevant JSN documents on expense allocation issue (3.5); Call with Curtis and Morrison Foerster re: document review issues (0.2). further review relevant JSN documents on allocation (1.4).	5.70	2,821.50
09/03/13	KAUP, ANASTASIA N	Perform legal research re: collateral issues for JSN litigation (4.0); T/C with C. Siegel (1.1) re: same; emails w/ C. Siegel, M. Chass, A. Goodman, D. Bessner re: same (.6), further research collateral issues (1.4).	7.10	3,514.50
09/03/13	SIEGEL, CRAIG L	Call w/ P. Farber re status of document review (.4); Call w/ A. Goodman re coordinating research in preparation for trial (.8); emails with M. Chass and K. Chin re JSN lien research (.8); emails w/ A. Kaup re lien research (.3); meeting with G. Horowitz, B. O'Neill, P. Farber Debtors' counsel re confirmation discovery and litigation strategy (1.7), prepare for same (1.1).	5.10	3,952.50
09/03/13	FOLEY, NICOLE	Perform analysis of H-5 APA topic documents (3.7); review Wells Fargo depo transcript (1.3); analyze Puntus Valuation Report (1.5)	6.50	4,257.50
09/03/13	SIEGEL, CRAIG L	Call w/ A. Kaup re JSN lien legal and factual research (1.1)	1.10	852.50
09/03/13	MILLER, ASHLEY S	Legal research re: AFI allocation (3.5); further research re: legal issues for AFI allocation (3.5)	7.00	4,270.00
09/03/13	ZIDE, STEPHEN	Review JSN litigation orders of proof (.8). Emails with Alix re JSN paydown (.2).	1.00	745.00
09/03/13	CIPOLLA, SANTO A.	Emails with A. Chouprouta, D. Bessner regarding relevant case law cited in JSN motion to dismiss (.5)); prepare index re: same (1.6).	2.10	640.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/03/13	BESSNER, DEBORAH	Organize Pledge Agreement for C. Siegel (.2) and create binder re same (.4).	0.60	177.00
09/03/13	BENTLEY, PHILIP	Review JSN legal issues (.5) and e-mails with D. Mannal re same (.3).	0.80	716.00
09/03/13	CHOUPROUTA, ANDREA	Prepare index of cases cited in JSN motion to dismiss and replies.	2.30	736.00
09/03/13	SHIFER, JOSEPH A	Emails with P. Farber and N. Hamerman re deposition prep (.4), perform legal research re sale allocation issues (1.6)	2.00	1,390.00
09/03/13	HOROWITZ, GREGORY A.	Prepare for hearing re confirmation protocol (.8); e-mails with J. Winters, S. Engelhardt re JSN issues (.6); monitor Wells Fargo deposition (.8); confer with B. O'Neill re allocation (.4); review case law re: same (.8); call w/ S. Engelhardt re 30(b)(6) (.4); correspond with K. Eckstein, S. Zide, C. Siegel re confirmation discovery and litigation strategy (.7); Meeting with C. Siegel, P. Farber, B. O'Neill, Debtors, C. Kerr re JSN litigation strategy (1.7); call w/ C. Kerr re same (.4); post-call correspondence re: same with K. Eckstein, S. Zide (.8); review Puntus draft report (1.0); attend meet and confer call with JSNs (.7)	9.10	8,144.50
09/03/13	CHERNYAK, YEKATERINA	Research (2) and draft (2.9) additional issues for order of proof.	4.90	3,479.00
09/03/13	FARBER, PEGGY	Revise (.6) and circulate (.2) revisions of orders of proof to litigation team; review results by document researchers (1.4); telephone conference with L. Troyer and L. Yi re document review results (.4); correspondence with S. Zide, A. Dove, K. Eckstein, D. Mannal, C. Siegel, N. Hamerman, B. O'Neill, P. Kaufman, G. Horowitz, J. Shifer to prepare for meeting with debtors counsel re: litigation strategy (.9); Meeting with debtors counsel, B. O'Neill, G. Horowitz, C. Siegel re: JSN litigation strategy (1.7); follow up correspondence w/ G. Horowitz, C. Siegel re: discussions with debtors counsel (.3); review Citi production (.9); call with C. Siegel re: document review (.4).	6.80	5,066.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/03/13	O'NEILL, P. BRADLEY	Prepare for (.4) and attend (1.7) meeting w/ Debtors counsel, G. Horowitz, P. Farber, C. Siegel re: litigation strategy; confer w/ G. Horowitz re: same (.4); review order of proof (1.1)	3.60	2,970.00
09/03/13	SCHULMAN, BRENDAN M.	Confer with M. Fink re JSN document review project (0.3); email to G. Horowitz and R. Abdelhamid re same (0.1); email H5 re same (0.1).	0.50	392.50
09/03/13	SIKES, ALISON	Assist N. Hamerman with the Wells Fargo deposition.	3.60	1,098.00
09/03/13	GOODMAN, ALISSA R.	Review correspondence with court regarding plan discovery (.4); Email with Y. Chernyak, C. Siegel regarding order of proof (.2); email with same regarding CFDR (.1); review documents for deposition preparation (.7); speak to C. Siegel regarding coordination of legal research in preparation for trial (.8).	2.20	1,562.00
09/03/13	ECKSTEIN, KENNETH H.	Review JSN Phase 1 and Phase 2 issues (1.0); correspondence with G. Horowitz, D. Mannal, S. Zide re same (.3).	1.30	1,287.00
09/03/13	HAMERMAN, NATAN	Attend Wells Fargo depo (5.0); prep for UMB depo (2.0); review orders of proof (1.0); review produced documents from JSN document production re: same (1.0); emails with JSN team re 30(b)(6) topics (.7); correspond with S. Zide and J. Shifer re: deposition questions (1.0); research relevant issues for JSN deposition (.9).	11.60	8,990.00
09/03/13	BLABEY, DAVID E	Correspond re: motion to dismiss hearing with S. Zide and J. Shifer.	0.20	149.00
09/03/13	CHASS, MARK	Correspond w/ C. Siegel re JSN litigation strategy re: intercompany claims (.5); and review transcript from 8/28 hearing(1.2).	1.70	1,317.50
09/03/13	ECKSTEIN, KENNETH H.	Call with T. Coleman re JSN mediation(.5).	0.50	495.00
09/03/13	ECKSTEIN, KENNETH H.	C/w T. Moloney re expert witness and JSN issues (.4); correspond with K. Handley, G. Horowitz re same (.5).	0.90	891.00
09/03/13	ECKSTEIN, KENNETH H.	Call w/ G. Lee, G. Uzzi, re order in aid of mediation (.7), call with Judge Peck re: same (.4).	1.10	1,089.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/04/13	LINTZ, EDWARD M	Review documents relating to cash collateral forecasts and reports (.5); begin draft of J. Horner Witness outline (2.0) review relevant produced documents in connection with same(1.9); Conference call with Morrison Foerster, Pachulski, Curtis, G. Horowitz, N. Foley, C. Siegel, P. Farber, A. Goodman, B. O'Neill, N. Hamerman re: JSN litigation strategy (2.0); correspondence with C. Siegel re: research on expenses (0.3), meet w/ C. Siegel re: adequate protection (.2).	6.90	3,415.50
09/04/13	ALLARD, NATHANIEL	Correspond w/ A. Kaup re: pledge agreement (.3), correspond w/ J. Shifer re: budget projections, operating reports, review same (.4); correspond w/ C. Siegel, E. Lintz re: cash collateral motion (.1), research relevant documents re: same (.3).	1.10	467.50
09/04/13	FOLEY, NICOLE	Perform analysis of APA related documents produced in response to Committee/Debtor document requests for JSN litigation (2.9); e-mails w/ C. Siegel re: same (0.3); review Ocwen/Walter discovery issues (.8); prep for (.2) and attend co-defense meeting at MoFo with G. Horowitz, E. Lintz, C. Siegel, P. Farber, A. Goodman, B. O'Neill, N. Hamerman re: strategy (2.0).	6.20	4,061.00
09/04/13	KAUP, ANASTASIA N	Review numerous documents from document production re: JSN security interests (3.4); perform legal research re: security interest issues (2.1); calls and emails w/ C. Siegel re: same (.5); emails w/ K. Chin, M. Chass re: same (.2) further review documents produced re: JSN security interests (1.4).	7.60	3,762.00
09/04/13	CIPOLLA, SANTO A.	Prepare binders of cases cited in pleadings related to the Examiner Report (6.6); emails with D. Bessner regarding same (.2).	6.80	2,074.00
09/04/13	CHIN, KENNETH	Conference call with M. Chass and C. Siegel regarding collateral (.5); emails with A. Kaup re: same (.2); review JSN indenture and related agreement documents re: same (.5).	1.20	1,050.00
09/04/13	BENTLEY, PHILIP	Call with C. Siegel (.2) and e-mails (.5) with same re JSN issues in preparation for depositions.	0.70	626.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/04/13	SIEGEL, CRAIG L	Meet with E. Lintz re: adequate protection (.2); correspond with P. Farber re: depo prep (.1); call with M. Chass, K. Chin re: intercompany liens (.5); emails with E. Lintz re: Horner depo (.2); analyze motion to dismiss transcript (.6); emails with N. Hamerman re: legal research for JSN issues (.2); call with A. Kaup re: lien research (.2); participate in meeting with B. O'Neill, N. Hamerman, A. Goodman, P. Farber, G. Horowitz. (2.0); revise WIP of open items re: litigation strategy (.3); emails with N. Foley re: APA research (.3); TC with P. Bentley re: depositions (.2); prepare for (.2) and participate in all defense counsel meeting at MoFo with G. Horowitz, E. Lintz, N. Foley, P. Farber, A. Goodman, B. O'Neill, N. Hamerman re: JSN litigation strategy (2.0); correspond with S. Zide re: depositions (.3); emails with A. Goodman re: same (.3).	7.60	5,890.00
09/04/13	CHOUPROUTA, ANDREA	Finalize case binders re: Examiner Report citations.	1.50	480.00
09/04/13	HOROWITZ, GREGORY A.	Meet with K. Chopra, M. Puntus, J. Levitt, G. Lee re: review of draft Puntus report (2.0); Meeting with B. O'Neill, N. Hamerman, A. Goodman, C. Siegel, P. Farber re: JSN trial issues (2.0); attend JSN strategy meeting at MoFo with E. Lintz, N. Foley, C. Siegel, P. Farber, A. Goodman, B. O'Neill, N. Hamerman (2.0); e-mails w/ C. Siegel re Ruhlin topics (.8); e-mails w/ S. Zide re JSN issues (.7); e-mails w/ P. Farber, C. Siegel re legal research issues in preparation for trial (.8).	8.30	7,428.50
09/04/13	CHERNYAK, YEKATERINA	Perform additional research for order of proof issues.	3.10	2,201.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/04/13	FARBER, PEGGY	Review revised order of proof (.4); draft comments on research results re: same (.5); review relevant produced documents in preparation for upcoming depositions (3.5); attend portion of meeting with G. Horowitz, C. Siegel, B. O'Neill, N. Hamerman and A. Goodman re trial preparations (1.4); meet with J. Levitt, S. Engelhardt, T. Goren, R. Abdelhamid, J. Morris, R. Feinstein, J. Rosell, T. Foudy, E. Tobin, G. Horowitz, B. O'Neill, C. Siegel, A. Goodman re trial preparations (2).	7.80	5,811.00
09/04/13	ECKSTEIN, KENNETH H.	Correspond with Judge Peck re JSN mediation (.6); correspond w/ T. Coleman re: same (.4), correspond with J. Dubel re: same (.4).	1.40	1,386.00
09/04/13	SCHULMAN, BRENDAN M.	Review H5 JSN document review and related issues (0.3); review email from R. Abdelhamid re: same (0.1).	0.40	314.00
09/04/13	SIKES, ALISON	Assist N. Hamerman with UMB Bank deposition.	2.50	762.50
09/04/13	SIKES, ALISON	Create witness chart in preparation for trial	0.50	152.50
09/04/13	SIKES, ALISON	Retrieve cash collateral forecasts and reports	0.40	122.00
09/04/13	SIKES, ALISON	Compile relevant produced documents from JSN document production.	2.70	823.50
09/04/13	SIKES, ALISON	Compile binder of deposition documents for use at J. Horner deposition.	6.60	2,013.00
09/04/13	GOODMAN, ALISSA R.	Review order of proof (.4); review part of draft expert report (.2); review court order re: JSN discovery (.2); Email with P. Farber regarding legal issues chart (.2); email with C. Siegel regarding plan discovery (.2); participate in team meeting with B. O' Neill, N. Hamerman, C. Siegel, P. Farber, G. Horowitz re: JSN trial strategy (2); speak to C. Siegel re: same (.4); review relevant produced documents for JSN deposition preparation (2.3); prepare for (.3) and attend meeting (2.0) with debtors' counsel, G. Horowitz, E. Lintz, N. Foley, C. Siegel, P. Farber, B. O'Neill, N. Hamerman re: JSN strategy.	8.20	5,822.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/04/13	O'NEILL, P. BRADLEY	Meeting with N. Hamerman, A. Goodman, C. Siegel, P. Farber, G. Horowitz re: JSN strategy (2.0); review research re: JSN claims (.5); review issues outline (.3) and order of proof (.6); meeting with Debtors, G. Horowitz, E. Lintz, N. Foley, C. Siegel, P. Farber, A. Goodman, N. Hamerman re: litigation prep (2); review legal research chart (.4); review case law re: allocation (1.5)	7.30	6,022.50
09/04/13	ZIDE, STEPHEN	Emails with C. Siegel re: chart on JSN depositions (.4). Review Alix deck on OID issues (.5) and speak with S. Tandberg re same (.2). Emails with N. Hamerman re JSN litigation (.3).	1.40	1,043.00
09/04/13	HAMERMAN, NATAN	Attend meeting with G. Horowitz, E. Lintz, N. Foley, C. Siegel, P. Farber, A. Goodman, B. O'Neill, Debtors' counsel re: litigation prep and trial strategy (2.0); attend portion of meeting with B. O'Neill, G. Horowitz, A. Goodman, C. Siegel, P. Farber re strategy for certain JSN issues (1.0); review of document production from JSNs re: same (1.0); revise order of proof (1.2); review forecasts (.8); perform factual research re: JSN issues (1.3); prepare for and attend UMB depo (3.0); analyze MMLPSA claim (.7).	11.00	8,525.00
09/04/13	CHASS, MARK	Call w/ C. Siegel, K. Chin, A. Khawong re intercompany claims (.5); perform research re same (1.1), correspondence w/ S. Zide re same (.3), correspondence w/ S. Zide re issues re impairment (.3), review JSN security agreements re intercompany claims, basis for same (1.0); review Alix deck re same (1.2).	4.40	3,410.00
09/04/13	SHIFER, JOSEPH A	Emails with S. Zide and N. Hamerman re DIP forecasts (.4), perform research re same (.7), emails with N. Hamerman re legal research re: same (.3), review draft order of proof re phase 1 trial (.4), research re JSN allocation issues (.7).	2.50	1,737.50
09/05/13	KAUP, ANASTASIA N	Review security agreements re: JSN security interest issues (3.0); emails w/ C. Siegel, M. Chass re: same (.2), further review security agreements re: same (2.6).	5.80	2,871.00
09/05/13	LINTZ, EDWARD M	Perform legal research re: adequate protection.	2.50	1,237.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/05/13	BENTLEY, PHILIP	Review JSN issues in preparation for Phase I trial (.5) and review e-mails from N. Hamerman, C. Siegel re: same (.5).	1.00	895.00
09/05/13	O'NEILL, P. BRADLEY	Review relevant portion of Examiner report re: JSN issues.	2.60	2,145.00
09/05/13	HOROWITZ, GREGORY A.	Edit Finnerty draft outline (2.2); review relevant produced docs re: same (1.7); meet with J. Finnerty, P. Farber, M. Arango re: same (3.3)	7.20	6,444.00
09/05/13	FOLEY, NICOLE	Analyze APA related documents (3.5).	3.50	2,292.50
09/05/13	FARBER, PEGGY	Call w/ J. Rosell re third party evidence (.5); review draft Finnerty report (2.4); meet with G. Horowitz, J. Finnerty, M. Arango re: same (3.3).	6.20	4,619.00
09/06/13	LINTZ, EDWARD M	Legal research re: diminution in value (3.8); review relevant documents in preparation for J. Horner deposition (3.5); draft chart covering 30(b)(6) topics for each deponent (0.8); Meeting with P. Bentley to discuss preparation for Horner deposition (0.5).	8.60	4,257.00
09/06/13	KAUP, ANASTASIA N	Research re: JSN security interests (3.4) and related issues (1.4); Correspondence w/ K. Chin re: research on same (1.8); Call w/ C. Siegel re: same (1.3); emails w/ C. Siegel, M. Chass re: same (.2).	8.10	4,009.50
09/06/13	BENTLEY, PHILIP	Meeting with Debtors, P. Kaufman and G. Horowitz re JSN issues and strategy (1.2); conf call w/MoFo, Pachulski and Curtis re: same (0.7) and meet with G. Horowitz (0.3) and E. Lintz (0.5) re allocation issues, and review same (3.2).	5.90	5,280.50
09/06/13	SIEGEL, CRAIG L	Analyze purchase price caselaw (1.2); research (.5) and draft (1.0) detailed deposition chart; Call with A. Kaup re: legal research (1.3); Call with Y. Chernyak re: intercompany research (.7); emails with P. Farber to coordinate depo prep (.2); legal research re: JSN liens (.8); emails with K. Chin and A. Kaup re: JSN security documents (.4).	6.10	4,727.50
09/06/13	O'NEILL, P. BRADLEY	Correspondence with G. Horowitz re: status of trial issues (.5); review order of proof (.5).	1.00	825.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/06/13	KAUFMAN, PHILIP	Meet with Debtors, P. Bentley and G. Horowitz re: JSN issues and strategy (1.2), review same (.1).	1.30	1,222.00
09/06/13	HOROWITZ, GREGORY A.	Meeting w/ J. Levitt, P. Kaufman and P. Bentley re collateral issues (1.2); confer with P. Bentley re expense issues (.3); meet with J. Finnerty, M. Arango, P. Farber re same (3.8); correspondence with D. Mannal re confirmation issues (.5); correspondence with R. Salerno re collateral issue (.3); comment on draft CMO 3 to D. Zensky (.7); review J. Finnerty draft report (1.7).	8.50	7,607.50
09/06/13	HAMERMAN, NATAN	Prepare outline for deposition (2.5), review relevant documents from JSN document production in preparation for same (2.5); further prepare outline re: same (2.0).	7.00	5,425.00
09/06/13	CHERNYAK, YEKATERINA	Research re: issues relating to order of proof (4.0), call w/ C. Siegel re: intercompany claims (.7), further research related to orders of proof (.9); create task list for litigation team (.6).	6.20	4,402.00
09/06/13	FOLEY, NICOLE	Review inter-company claims issues (2.4); e-mails w/ C. Siegel re: same (0.1); analysis of hot documents produced by Debtors and other parties in interest in JSN Adversary Proceeding re: APA issues (1.9); analysis of documents produced by Walter re: relevance to JSN issues in adversary proceeding (2.0)	6.40	4,192.00
09/06/13	FARBER, PEGGY	Calls with R. Abdelhamid and L. Troyer re search results on certain case issues and witnesses (.5); review of relevant produced documents for preparation of Plaintiffs witness for deposition (4.0); prepare for (.3) and meeting with G. Horowitz and experts re issues for trial (3.8).	8.60	6,407.00
09/06/13	PHILLIP, RENEE	Update binder and index of documents re: J. Horner deposition (1), and compile binder of APA documents (2).	3.00	915.00
09/07/13	KAUP, ANASTASIA N	Perform legal research re: security interests (3.5) and related Article issues (3.1); emails w/ C. Siegel, M. Chass re: same (.2); emails w/ C. Siegel, P. Farber re: document review and depo. prep. project (.3).	7.10	3,514.50
09/07/13	LINTZ, EDWARD M	Perform legal research re: diminution in value (2); draft insert to Memo re: same (2.6).	4.60	2,277.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/07/13	FARBER, PEGGY	Research (3.5) and analyze (3.0) factual evidence in databases to prepare witness for deposition.	6.50	4,842.50
09/07/13	GOODMAN, ALISSA R.	email with N. Hamerman regarding 30(b)(6) issues (.2).	0.20	142.00
09/07/13	ZIDE, STEPHEN	Review D. Mannal email re OID (.4). review deposition list chart (.2).	0.60	447.00
09/08/13	KAUP, ANASTASIA N	Review relevant produced documents (3.2), pleadings (1.3), and summaries (.5) to prepare for JSN deposition; emails w/ P. Farber, Alix Partners re: same (1.2).	6.20	3,069.00
09/08/13	LINTZ, EDWARD M	Conference call with G. Horowitz, N. Foley, C. Siegel, A. Goodman, B. O'Neill, N. Hamerman, Y. Chernyak, P. Bentley, Pachulski re: schedule for JSN trial.	0.80	396.00
09/08/13	BENTLEY, PHILIP	Call with G. Horowitz, E. Lintz, N. Foley, C. Siegel, A. Goodman, B. O'Neill, N. Hamerman, Y. Chernyak, Pachulski re: schedule for JSN trial (0.8), correspond w/ J. Morris re: Horner deposition preparation (.6).	1.40	1,253.00
09/08/13	SIEGEL, CRAIG L	Correspond with N. Hamerman re: upcoming depositions (.3); TC with A. Goodman re: depo prep (.2); TC with P. Farber re: depo prep (.1); prepare for (.6) and participate (.8) in conference call with G. Horowitz, E. Lintz, N. Foley, A. Goodman, B. O'Neill, N. Hamerman, Y. Chernyak, P. Bentley, Pachulski re: coordination and JSN litigation strategy; analyze revised scheduling order (.6); conduct research re: JSN issues (3.4).	6.00	4,650.00
09/08/13	O'NEILL, P. BRADLEY	Emails w/ G. Horowitz, C. Siegel re: litigation status (.3); Call with G. Horowitz, E. Lintz, N. Foley, C. Siegel, A. Goodman, N. Hamerman, Y. Chernyak, P. Bentley, Pachulski re: JSN litigation schedule and strategy (.8); review Kerr memo re: confirmation (.3).	1.40	1,155.00
09/08/13	FOLEY, NICOLE	Analyze documents produced by Walter (3.6), T/c w/ G. Horowitz, E. Lintz, C. Siegel, A. Goodman, B. O'Neill, N. Hamerman, Y. Chernyak, P. Bentley, Pachulski re: JSN litigation status and strategy (0.8); further analysis of Walter production (2.7).	7.10	4,650.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/08/13	HOROWITZ, GREGORY A.	Call with E. Lintz, N. Foley, C. Siegel, A. Goodman, B. O'Neill, N. Hamerman, Y. Chernyak, P. Bentley, Pachulski re: JSN litigation schedule and strategy (.8); e-mails J. Levitt, S. Zide, J. Morris re CMO 3 (.5); e-mails w/ K. Eckstein re confirmation checklist (.3); review C. Kerr checklist (.6).	2.20	1,969.00
09/08/13	CHERNYAK, YEKATERINA	Call with G. Horowitz, E. Lintz, N. Foley, C. Siegel, A. Goodman, B. O'Neill, N. Hamerman, P. Bentley re: JSN upcoming issues and strategy (.8), prepare for same (.1).	0.90	639.00
09/08/13	MANNAL, DOUGLAS	Correspondence with S. Zide re: JSN settlement proposal and OID calculations (1.1).	1.10	907.50
09/08/13	FARBER, PEGGY	Research factual evidence in databases to prepare Plaintiffs witness for deposition in JSN adversary (4.0); draft (3.0) and revise (1.3) summary of same, call w/ C. Siegel re: deposition prep (.1).	8.40	6,258.00
09/08/13	GOODMAN, ALISSA R.	Participate in call with G. Horowitz, E. Lintz, N. Foley, C. Siegel, B. O'Neill, N. Hamerman, Y. Chernyak, P. Bentley, Pachulski re: JSN litigation strategy (.8); call with C. Siegel re: depo prep (.2); Email with C. Siegel regarding legal research in preparation for Phase I trial (.2); review case management order (.1); email with N. Hamerman regarding H5 documents (.1); email with C. Siegel, P. Farber regarding third party documents (.2); email with S. Engelhardt and N. Hamerman regarding Farley deposition (.2).	1.80	1,278.00
09/08/13	ZIDE, STEPHEN	Review revised JSN scheduling order (.5); emails with G. Horowitz re same (.2).	0.70	521.50
09/09/13	LINTZ, EDWARD M	Conference call with H5, N. Hamerman, N. Foley, B. Schulman, A. Goodman, P. Farber, Pachulski, Curtis, and Morrison Foerster attorneys re: document review results (1); compile information re: deponents (0.5); review documents to prepare J. Horner for deposition (1.8) and draft J. Horner Witness Outline (.8); Legal research on adequate protection (3.5); draft insert to Memo re: same (1.1); confer with J. Shifer re: JSN issues (.5).	9.20	4,554.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/09/13	BESSNER, DEBORAH	Email J. Shifer and E. Lintz re: MTD briefings (.3) and email J. Shifer the MTD hearing transcript (.1).	0.40	118.00
09/09/13	BESSNER, DEBORAH	E-mails w/ R. Ringer transcripts and orders re JSN issues.	1.10	324.50
09/09/13	KAUP, ANASTASIA N	Review documents re: OID issue (3.4); emails w/ P. Farber re: same (.2), further review documents re: OID issue (3.3).	6.90	3,415.50
09/09/13	WOLF, BENJAMIN	Review G. Horowitz, S. Zide emails re draft order (.1); review recent JSN team emails for status of JSN litigation and strategy (.3); emails with N. Hamerman re JSN trial (.1); calls with N. Hamerman re deposition preparation document review (.4); review produced documents in preparation for Phase I trial (4.0), further review same (1.9).	6.80	3,808.00
09/09/13	ALLARD, NATHANIEL	Review transcripts re: JSN adversary proceeding (.9), correspond w/ R. Ringer re: same (.2).	1.10	467.50
09/09/13	MILLER, ASHLEY S	Meet w/ C. Siegel about intercompany claims and related lien research (0.2); research intercompany claims (1.8); correspond with C. Siegel re: Examiner research (.2).	2.20	1,342.00
09/09/13	O'NEILL, P. BRADLEY	Correspond w/ G. Horowitz re: status of trial preparation (.3); meeting at MoFo with K. Eckstein, G. Horowitz re: Kruger preparation (2.5); review order of proof (.3).	3.10	2,557.50
09/09/13	SIEGEL, CRAIG L	Analyze allocation case law (2.7); Call with A. Miller to coordinate lien research (.2); call with Y. Chernyak re: upcoming depositions and preparation for same (.2); analyze APA documents, including FA decks on asset sales and related pleadings (3.4); call with N. Hamerman re: JSN research (.3); correspond with A. Miller re: same (.2); analyze Whitlinger materials for depo prep (.6).	7.60	5,890.00
09/09/13	FOLEY, NICOLE	Call with E. Lintz, N. Hamerman, B. Schulman, A. Goodman, P. Farber re: H-5 deliveries (1); review (3.0) and analysis of (3.5) documents produced by Walter re: relevance to JSN issues in adversary proceeding; e-mails w/ C. Siegel and A. Miller re: intercompany claims (0.1).	7.60	4,978.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/09/13	HERZOG, BARRY	Meet re: OID issues with P. Farber (.5); review of same (.4).	0.90	805.50
09/09/13	HOROWITZ, GREGORY A.	Confer w/ K. Eckstein re JSN trial status (.7); call w/ M. McKane re PWC issue (.3); revise CMO, e-mails w/ JSNs re same (.6); review exchange offer docs (1.6); review order of proof (.7); meeting re confirmation issues with K. Eckstein, , B. O'Neill (2.0); attend L. Kruger prep sessions with K. Eckstein, J. Levitt, B. O'Neill at MoFo (2.5); review OID issue (.7); review Marano prep outline (1.5) and related materials (1.0); revise Finnerty report (2.5)	14.10	12,619.50
09/09/13	BENTLEY, PHILIP	Review strategy for JSN trial.	0.90	805.50
09/09/13	HAMERMAN, NATAN	Call with H5, E. Lintz, N. Foley, B. Schulman, A. Goodman, P. Farber re: document review results (1.0); Call with J. Rosell and A. Goodman re evidentiary issues (1.0); Call with E. Tobin re next steps re: same (.5). Call with Alix re: calculations in preparation of Phase I trial (1.0). Perform document review of recently produced documents re: relevance to JSN trial and deposition preparations (2.5), comment on JSN depo outline (1.5), Review Marano depo outline (.3), Correspond with B. O'Neill and G. Horowitz re Marano depo (.3), Confer with C. Siegel re Examiner grant research (.3), Confer with B. Wolf re status of document review (.4), correspond w/ A. Goodman re: same (.7). , correspond with P. Farber re: litigation strategy (.5), review orders of proof (1.1).	11.10	8,602.50
09/09/13	CHERNYAK, YEKATERINA	Assist in preparing for Peterson deposition by performing discovery document review of produced documents for relevance to same (4.0); correspondence with P. Farber and J. Shifer re: 30b6 issues (.8); prepare update for litigation group (1.2); update calendar re: same (.2); further review documents in preparation for Peterson depo (1.2), call with C. Siegel re: depositions and updates (.2).	7.60	5,396.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/09/13	FARBER, PEGGY	Conference call meeting with L. Troyer, R Abdelhamid, E. Tobin, E. Lintz, N. Hamerman, N. Foley, B. Schulman, A. Goodman re factual research results (1.0); review documents related to certain deposition witness (4.0); meet w/ B. Herzog re OID issues (.5); correspond with M. Chass re intercompany claims (.1); emails with Horowitz and Alix Partners re certain calculation and follow-up with T. Toaso re: same (.3); emails w/ G. Horowitz re B. Herzog views of OID (.5); draft report on status of legal research in preparation for Phase I trial (.9); further review (4.0) and analysis (1.4) of documents related to certain deposition witnesses.	12.70	9,461.50
09/09/13	SCHULMAN, BRENDAN M.	Conference call with E. Lintz, N. Hamerman, N. Foley, A. Goodman, P. Farber and H5 concerning document review work and related strategy (1.0); emails w/ same re same (0.2).	1.20	942.00
09/09/13	BLABEY, DAVID E	Review transcript of motion to dismiss hearing.	2.00	1,490.00
09/09/13	GOODMAN, ALISSA R.	Review produced documents from JSNs in adversary proceeding for deposition preparation (3.5); participate in team call with H5, E. Lintz, N. Hamerman, N. Foley, B. Schulman, P. Farber re: status of document review and related strategy (1), prepare for same (1.0); correspond re: same w/ N. Hamerman (.2); Email with C. Siegel regarding meet and confer (.3); email with N. Hamerman and E. Tobin regarding Farley deposition prep (.5); email with N. Hamerman and E. Tobin regarding examiner documents (.2); speak to E. Tobin re: evidentiary issues (.2); participate in portion of call with J. Rosell and N. Hamerman re: same (.7); further correspond w/ N. Hamerman, E. Tobin re: same (.5); correspond with P. Farber re: same (.4).	8.50	6,035.00
09/09/13	SIKES, ALISON	Create JSN trial calendar for internal use and co-counsel.	2.50	762.50
09/09/13	SIKES, ALISON	Organize documents in preparation for J. Peterson deposition.	0.60	183.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/09/13	SIKES, ALISON	Create binders for use at J. Peterson deposition.	1.10	335.50
09/09/13	ZIDE, STEPHEN	Emails with G. Horowitz re JSN scheduling order (.1). emails with M. Chass and J. Shifer re JSN doc production (.4). Correspond with Centerview and G. Siegel re Centerview expert report (.7).	1.20	894.00
09/09/13	ECKSTEIN, KENNETH H.	Meeting at MoFo re: L. Kruger prep with J. Levitt, G. Horowitz, B. O' Neill (2.5), prepare for same (.3).	2.80	2,772.00
09/09/13	CHASS, MARK	Review A. Kh Wong research results re intercompany claims (1.6), correspond w/ K. Chin and A. Kh Wong re same (.5), email correspondence w/ G. Horowitz, E. Daniels, S. Zide re document production to JSNs (.3); review email correspondence from same re same (.3), comment on third case management order for JSN litigation (.8), email correspondence w/ P. Farber re OID (.3), analysis of same (1.3), review notes re same (1.0), research re plan treatment of claims (3.1).	9.20	7,130.00
09/09/13	SHIFER, JOSEPH A	Emails with S. Ford re JSN litigation productions (.2), correspond with E. Lintz re adequate protection issues (.5), follow up emails with D. Bessner and E. Lintz re: same (.3), emails with S. Zide re JSN paydown stipulation (.5), numerous revisions to same (.8) emails with S. Martin and T. Goren re same (.4), email to AFI and JSN counsel re same (.2), numerous emails with N. Hamerman and R. Ringer re MTD update (.4).	3.30	2,293.50
09/09/13	RINGER, RACHAEL L	Review transcripts/pleadings re: JSN litigation rulings (1.4), correspond with K. Eckstein re: same (.3), further analyze same (1.2), correspond re: same with S. Zide (.2), draft e-mail to K. Eckstein re: same (.4).	3.50	1,960.00
09/09/13	ECKSTEIN, KENNETH H.	Review (.6) and comment (1.2) re draft Phase 1 deposition outlines; confer with G. Horowitz re: JSN litigation status (.7).	2.50	2,475.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/10/13	KAUP, ANASTASIA N	Perform document review of produced documents in JSN Adversary Proceeding re: OID issues (4.0); T/Cs w. C. Siegel re: research into Article 9 security interest issues (.7); correspond w/ M. Chass re: same (.4); correspond w/ E. Gomez re: same (.4); correspond w/ P. Farber re: same (.4), further review documents re: OID (4.0).	9.90	4,900.50
09/10/13	FOLEY, NICOLE	Review intercompany claim issues (0.4); Meeting w/ C. Siegel and A. Miller re: same (1.3); analysis of APA documents (4.0); attend co-defense meeting re: JSN trial status and strategy (1.8), further review APA documents (1.2).	8.70	5,698.50
09/10/13	LINTZ, EDWARD M	Draft insert to Memo re: Legal research on diminution in value (3.7); review documents to prepare J. Horner for deposition (3.1) and draft J. Horner Witness Outline (1.5); correspond with C. Siegel to discuss Whitlinger deposition preparation research (0.6); team meeting with Pachulski, Curtis, Morrison Foerster and G. Horowitz, N. Foley, C. Siegel, A. Goodman, N. Hamerman, P. Farber to prepare for upcoming depositions (1.8).	10.70	5,296.50
09/10/13	WOLF, BENJAMIN	Review produced documents from JSNs re: relevance to Plaintiffs' case and upcoming depositions in JSN Adversary Proceeding (4.0), emails with N. Hamerman re JSN document review for deposition preparation (.5); further review of produced documents re: same (3.6).	8.10	4,536.00
09/10/13	O'NEILL, P. BRADLEY	Review Marano deposition prep memo (.8); prepare for Marano deposition (3.5)	4.30	3,547.50
09/10/13	ZIDE, STEPHEN	Draft email to K. Eckstein and G. Horowitz re adequate protection issues and JSN motion to dismiss (.3); follow up emails re same with G. Horowitz, D. Blabey and K. Eckstein (.2). Call with C. Siegel re status of JSN litigation (.4). Review revised JSN scheduling order (.2). Emails with T. Goren and S. Martin re JSN paydown (.2).	1.30	968.50
09/10/13	KHOWONG, AVON	Review JSN security agreements re: relevant provisions for JSN liens.	3.00	1,680.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/10/13	HOROWITZ, GREGORY A.	Review new Puntus draft report (.7); meet with M. Puntus, K. Chopra, J. Levitt re same (1.3); depo prep session with T. Marano, J. Levitt (4.2); meet and confer call with JSNs (.6); review portions of examiner's report (1.8); review Puntus deposition excerpts (.8); attend strategy meeting with E. Lintz, N. Foley, C. Siegel, A. Goodman, N. Hamerman, P. Farber (1.8); review new Finnerty draft (.4); e-mails P. Farber, M. Arango re same (.4), meet w/ K. Eckstein re: JSN trial prep (1.6).	13.60	12,172.00
09/10/13	BENTLEY, PHILIP	Review JSN issues (.4), and correspond with E. Lintz re same (.3).	0.70	626.50
09/10/13	MILLER, ASHLEY S	Participate in portion of meeting with N. Foley and C. Siegel about intercompany claims (0.9); research intercompany claims (0.4)	1.30	793.00
09/10/13	AMSTER, JASON S	Call w/ M. Chass re: JSN collateral (.6); review LOC collateral re: same (.6).	1.20	870.00
09/10/13	CHIN, KENNETH	Review JSN Security Agreements (2.6); conference with A. Kh Wong (.4) and phone call with M. Chass to discuss same (.5).	3.50	3,062.50
09/10/13	MANNAL, DOUGLAS	Office conference with K. Eckstein re: JSN negotiations (.6)	0.60	495.00
09/10/13	FARBER, PEGGY	Analyze documents to prepare witness for deposition (2.9); prepare binders for G. Horowitz for deposition prep (3.7); prepare for (.4) and attend (1.8) trial strategy meeting w/ G. Horowitz, C. Siegel, N. Hamerman, A. Goodman, N. Foley, E. Lintz; additional preparation for witness deposition (3.8).	12.60	9,387.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/10/13	SIEGEL, CRAIG L	Analyze case law on liens and contract claims (1.4); call with A. Kaup re: same (.7); prepare for (.1) and participate in (1.3) call with N. Foley and A. Miller re: intercompany claims; prepare for and participate in meet and confer w/ JSNs (.6) and follow up call with A. Goodman re: same (.2); research intercompany claim issues for Phase I order of proof (1.6); TC with J. Berman to coordinate lien release research (.2); analyze documents for Whitlinger prep session (2.5); prepare for (.3) and participate in (1.8) weekly call w/ plaintiffs' counsel, G. Horowitz, E. Lintz, N. Foley, A. Goodman, N. Hamerman, P. Farber re: strategy; call with S. Zide re: status of JSN litigation (.4).	11.10	8,602.50
09/10/13	SCHULMAN, BRENDAN M.	Correspond w/ N. Hamerman re deposition documents and email re same (0.2).	0.20	157.00
09/10/13	GOODMAN, ALISSA R.	Review draft scheduling order (.2); review Marano deposition outline (.5); review produced documents from JSNs in adversary proceeding for relevance to and preparation for Phase I depositions (4.0); prepare for (.1) and participate (.6) in meet and confer; summarize meet and confer (.3); follow up call with C. Siegel re: same (.2); participate in team meeting re: trial strategy and status with G. Horowitz, E. Lintz, N. Foley, C. Siegel, N. Hamerman, P. Farber (1.8); Email with H5 regarding document review (.1), further review documents in preparation for upcoming depositions (1.3).	9.10	6,461.00
09/10/13	SIKES, ALISON	Create binders for use at J. Peterson deposition (4.0), correspond w/ P. Farber re: same (.5), further organize (2.3) and prepare same (3.4)	10.20	3,111.00
09/10/13	SIKES, ALISON	Organize 9/11 Ad Hoc deposition for N. Hamerman and counsel.	0.50	152.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/10/13	HAMERMAN, NATAN	Correspond with Alix re draft report (.3); perform document review of recently produced documents from JSNs re: relevance to depositions and JSN trial issues (1.0); prepare for Marano deposition (3.2); team meeting with G. Horowitz, E. Lintz, N. Foley, C. Siegel, A. Goodman, N. Hamerman, P. Farber re: trial strategy (1.8); revise release project (1.5); revise orders of proof (1.5); review issues re MMLPSA (1.0); correspondence with S. Zide re adequate protection (1).	11.30	8,757.50
09/10/13	CHASS, MARK	Call w/ K. Chin re JSN liens (.5), correspond w/ A. Kh Wong re research results (.4), call w/ J. Amster re secured lender's lien on claims(.6), review precedent case re: same (.3) and email corr w/ A. Kh Wong re same (.4), research re rights of secured creditor against non-guarantor pledgors (2.3), review notes security agreement re same (3.9).	8.40	6,510.00
09/10/13	SHIFER, JOSEPH A	Review case management order (.3), emails with S. Zide re same (.2).	0.50	347.50
09/10/13	ECKSTEIN, KENNETH H.	Meet w/ D. Mannal re: status of JSN negotiations (.6), multiple calls with Committee members re JSN mediation issues (1.4); meet w/ G. Horowitz re; JSN trial prep (1.6); review outlines of Phase I issues (.5) comment on same (.7).	4.80	4,752.00
09/11/13	BESSNER, DEBORAH	Compile binder for Y. Chernyak re Whitlinger affidavits.	1.00	295.00
09/11/13	KAUP, ANASTASIA N	Review documents re: JSN adversary proceeding (3.3) and collateral issues (2.6); correspond w/ M. Chass re: research into Article 9 security interests issues (.2).	6.10	3,019.50
09/11/13	KHOWONG, AVON	Review security agreements re: JSN liens (3.0); conf w/ K. Chin re: review of Security Agreements (2.0).	5.00	2,800.00
09/11/13	BLABEY, DAVID E	Meet with C. Siegel, G. Horowitz and J. Trachtman re Phase I pre-trial brief.	1.50	1,117.50
09/11/13	LINTZ, EDWARD M	Review Examiner's Report for issues relating to Whitlinger (2.2); draft Outline with excerpts (2.0); review documents to update J. Horner Witness Outline (3.8); meeting with P. Bentley re: J. Horner Deposition preparation and relevant documents (0.9).	8.90	4,405.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/11/13	HOROWITZ, GREGORY A.	Review MoFo collateral memo (1.2); review Peterson materials (3.5) and outline (1.0) in preparation for depo; meet with J. Trachtman, D. Blabey, C. Siegel re pretrial brief (1.5); review issues re discovery conference (.4); depo prep session with J. Peterson, S. Engelhardt (4.5); confer with B. O'Neill re Finnerty (.2).	12.30	11,008.50
09/11/13	BENTLEY, PHILIP	Prepare for Horner dep (2.0) and meet w/ E. Lintz re same (0.9)	2.90	2,595.50
09/11/13	O'NEILL, P. BRADLEY	Review materials re: Marano deposition (.8); prepare for same (3); review Finnerty report (1); confer w/ G. Horowitz re: same (.2); review statement of issues (.7); review order of proof (.8).	6.50	5,362.50
09/11/13	CHIN, KENNETH	Conference with A. Khowong regarding review of Security Agreements.	2.00	1,750.00
09/11/13	FOLEY, NICOLE	Analyze documents produced related to Walter (2.4), review APA issues (2.7); further analysis of Walter documents (3.4).	8.50	5,567.50
09/11/13	MANNAL, DOUGLAS	Call with J. Dubel re: JSN settlement proposal (.7); call with counsel for W&C re: same (.3).	1.00	825.00
09/11/13	FARBER, PEGGY	Review research results re: JSN liens (3.0) and collateral issues (1.2) and revise binders for deposition preparation (1). Review expert report (1.8); Analyze documents related to expert report (2.5); Consult with T. Toaso, about evidence and deposition (.5).	10.00	7,450.00
09/11/13	GOODMAN, ALISSA R.	Email with N. Hamerman regarding Farley deposition (.2); email with E. Tobin regarding Farley documents (.1); correspond with N. Hamerman re: Farley deposition (.4); review documents to prepare for upcoming depositions (3.0) correspond with E. Lintz (.1); review Peterson deposition outline (.3); speak to R. Abdelhamid re: same (.4); further review produced documents to determine relevance to issues in JSN Phase I depositions (2.6).	7.10	5,041.00
09/11/13	SIKES, ALISON	Update JSN Litigation Calendar.	0.30	91.50
09/11/13	SIKES, ALISON	Update "JSN Key Documents" binder.	0.40	122.00
09/11/13	SIKES, ALISON	Assist N. Hamerman with upcoming Ad Hoc deposition.	1.30	396.50
09/11/13	SIKES, ALISON	Retrieve Ad Hoc deposition exhibits.	1.40	427.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/11/13	SIKES, ALISON	Create binder of relevant caselaw for potential use at Phase I trial.	0.80	244.00
09/11/13	SIKES, ALISON	Create "UMB Deposition Transcript" binder for N. Hamerman.	0.60	183.00
09/11/13	SIKES, ALISON	Create "Wells Fargo Deposition Transcript" binder for N. Hamerman.	0.60	183.00
09/11/13	SIKES, ALISON	Create "Jill Horner Documents" for E. Lintz and P. Bentley.	5.70	1,738.50
09/11/13	HAMERMAN, NATAN	Prep for (1.5) and attend (3.0) JSN deposition; review priv log issues (.3); Marano depo prep (1.5); review articles re OID (.5); perform document review of recently produced documents for relevance to JSN issues in preparation for Phase I trial (1.5). Deposition review and organization (1.0); call with E. Daniels re: release issues (.5).	9.80	7,595.00
09/11/13	ECKSTEIN, KENNETH H.	Call with Judge Peck re JSN mediation issues (.4), call with T. Coleman re: same (.3), , multiple calls with clients re JSN proposals and issues (1.9).	2.60	2,574.00
09/11/13	CHASS, MARK	Email w/ C. Siegel re litigation strategy re JSN liens (.6), follow up correspondence w/ C. Siegel re same (.5), review MoFo memo re CFDR and lien release/valuation overview (1.1), confer w/ K. Chin, A. Khawong re putative JSN liens (.5), review precedents re: same (2.1).	4.80	3,720.00
09/11/13	CHERNYAK, YEKATERINA	Research adequate protection issues (1.5), draft update for JSN defense team re: trial strategy (.6); research issues relating to adequate protection rebuttal (3.3).	5.40	3,834.00
09/12/13	LINTZ, EDWARD M	Assist A. Miller with Protective Order research (0.3); Correspond with C. Siegel re: J. Horner deposition preparation (0.2); draft J. Horner witness outline to prepare for deposition based on documents obtained through document review (4.0); Meeting with A. Goodman to review J. Horner documents relating to deposition (0.1); coordinate deposition preparation arrangements for upcoming week (0.3), further draft J. Horner depo outline (2.4).	7.30	3,613.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/12/13	FOLEY, NICOLE	Meeting w/ C. Siegel re: depo prep (1.3); analyze Walter documents (4.0), analysis of Horner APA documents (1.1); further analysis of Walter documents (2.9).	9.30	6,091.50
09/12/13	KAUP, ANASTASIA N	Review pleadings (2.1) and documents (2.7) re: JSN adversary proceeding to assist with deposition prep; emails w/ C. Siegel, M. Chass, P. Farber, A. Miller re: same (1.3).	6.10	3,019.50
09/12/13	ECKSTEIN, KENNETH H.	Meet with Judge Peck re mediation w/JSNs, case issues (2.3); correspond with T. McGinley, K. Handley, J. Dubel, other Committee members re: same (1.4).	3.70	3,663.00
09/12/13	MILLER, ASHLEY S	Review protective order (0.4); review scheduling order (2); review documents produced by Debtors in preparation for Phase I trial (3.5).	5.90	3,599.00
09/12/13	O'NEILL, P. BRADLEY	Prepare for (.5) and attend Marano deposition (4.0).	4.50	3,712.50
09/12/13	BENTLEY, PHILIP	Prepare for Horner deposition by outlining relevant issues for same (5) and review documents (1.2) and e-mails (.3) related to same.	6.50	5,817.50
09/12/13	FARBER, PEGGY	Organize co-counsel to review newly produced emails relevant to upcoming deposition (1.5); analyze emails for prep of deposition witness (.8); meet w/ G. Horowitz and experts re: same (2.5). Participate in session to prepare witness for deposition w/ G. Horowitz (5.0). Phone conference with AFI, G. Horowitz, J. Finnerty, M. Arango, and M. McKane re: trial prep (.6); draft notes re: deposition witness (1.2).	11.60	8,642.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/12/13	SIEGEL, CRAIG L	Analyze collateral re: preparing for depositions (.2); analyze court order (.1); analyze APA and asset sale documents (1.0) and prepare for Whitlinger prep session (2.1); correspond with P. Bentley re: Horner depo (.5); correspond with P. Farber re: Peterson depo (.1); meet with A. Goodman to coordinate depo prep (.2); meet with N. Foley to analyze APA documents (1.3); Correspondence with D. Blabey re: trial brief (.5); Emails with A. Kaup re: lien research (.1); correspond with Y. Chernyak re: Whitlinger prep (.1); TC with R. Abdelhamid re: Horner depo (.1); correspond with N. Hamerman re: Marano depo (.2); TC with E. Tobin re: asset sale issues (.4); TC with M Chass re: lien research (.3); analyze draft expert reports (.9).	8.10	6,277.50
09/12/13	GOODMAN, ALISSA R.	Email with E. Tobin regarding Farley documents (.2); call with C. Siegel re: aration (.2); review documents for deposition preparation (2.3); review Marano deposition transcript (.9); correspond with N. Hamerman re: same (.4); meet with E. Lintz re: Jill Horner documents (.1); further review of documents for witness deposition (3.0).	7.10	5,041.00
09/12/13	SIKES, ALISON	Create "UMB Deposition Transcript" binder for N. Hamerman	0.40	122.00
09/12/13	SIKES, ALISON	Create "Wells Fargo Deposition Transcript" binder for N. Hamerman	0.40	122.00
09/12/13	SIKES, ALISON	Create "Ad Hoc Deposition Transcript" binder for N. Hamerman	0.60	183.00
09/12/13	SIKES, ALISON	Assist P. Farber with J. Peterson Depo Prep.	3.10	945.50
09/12/13	SIKES, ALISON	Create "Farley Deposition Prep" binders for N Hamerman.	5.00	1,525.00
09/12/13	SIKES, ALISON	Create "T. Marano Depo Prep" binders for C. Siegel, N. Foley, P. Farber, and N. Hamerman.	1.10	335.50
09/12/13	SIKES, ALISON	Create "J. Horner JSN Collateral" binders for E. Lintz and A. Goodman.	1.80	549.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/12/13	HOROWITZ, GREGORY A.	Review Finnerty draft report (.6); e-mail K. Eckstein re JSN issues (.4); prepare for (1.3) and meet (2.5) with J. Finnerty, P. Farber, M. Arango; deposition prep session with J. Peterson, P. Farber (5.0); call w/ M. McKane, M. Pincus, J. Brown, P. Farber re OID (.6); correspond with D. Mannal, S. Zide re status of negotiations (1.6).	12.00	10,740.00
09/12/13	ZIDE, STEPHEN	Emails with G. Horowitz and K. Eckstein re status of JSN litigation (.2). Emails with C. Siegel re JSN discovery issues (.3).	0.50	372.50
09/12/13	HAMERMAN, NATAN	Prepare for (2.5) and attend Marano depo (4.0); confer with J. Rosell re JSN research and analysis (.8); confer with A. Goodman re Farley prep (.4); Ruhlin deposition preparation (.4); Peterson deposition preparation (.4); prepare draft outline for Farley deposition (2.5); confer with A. Miller re research for same (.3); review produced documents from JSNs in adversary proceeding re: relevance to Farley deposition preparations (2.5).	13.80	10,695.00
09/12/13	SCHULMAN, BRENDAN M.	Confer w/ M. Fink re search update (0.4); email G. Horowitz re milestone approval for same (0.2).	0.60	471.00
09/12/13	CHASS, MARK	Review MMLPSA (.9), review examiner's report re same (2.4), review A. Kh Wong chart re sample security agreements (1.2), review JSN security agreements re same (2.3), call w/ C. Siegel re same (.3), review S. Zide, MoFo email correspondence re impairment of JSNs (.3).	7.40	5,735.00
09/12/13	SHIFER, JOSEPH A	Correspondence with E. Lintz re JSN issues (.8), perform research re same (1.3), emails with E. Daniels re status of JSN issues (.8), review research files re same (1.5), emails with M. Chass re JSN issues (.4), emails with S. Zide and S. Tandberg re OID (.7), emails with N. Hamerman re Marano deposition (.4).	5.90	4,100.50
09/12/13	CHERNYAK, YEKATERINA	Review certain H5 documents for adequate protection issues (1.6); draft portions of background pre-trial order (3.2).	4.80	3,408.00
09/12/13	ECKSTEIN, KENNETH H.	Call with T. Coleman re: litigation strategy (.5); call with G. Lee re: status of trial prep (.6).	1.10	1,089.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/13/13	KAUP, ANASTASIA N	Research into Article 9 (3.0) and related security interest issues (3.2); correspond w/ M. Chass re: same (.2).	6.40	3,168.00
09/13/13	LINTZ, EDWARD M	Call with P. Bentley and Morrison Foerster re: J. Horner deposition (1); call with P. Bentley, Pachulski and Morrison Foerster re: Ruhlin deposition preparation (0.6); draft J. Horner witness outline to prepare for deposition (4.0); correspond with P. Bentley to discuss Ruhlin and Horner deposition preparation (0.5); update Ruhlin Outline per meeting (0.4); call with J. Shifer re: JSN issues (.6) further draft J. Horner witness outline (3.4).	10.50	5,197.50
09/13/13	BESSNER, DEBORAH	Create chart of JSN counterclaims (3); correspond re: same with R. Ringer (.2).	3.20	944.00
09/13/13	MILLER, ASHLEY S	Research intercompany claims in prep for JSN trial.	1.80	1,098.00
09/13/13	ALLARD, NATHANIEL	Review JSN adversary documents (.5), correspond w/ S. Zide, P. Bentley re: same (.2).	0.70	297.50
09/13/13	ZIDE, STEPHEN	Call with P. Bentley re expense allocation (.5). Call with P. Bentley and T. Goren and FTI re Horner deposition (.8) and preparation for same (.3). emails with T. Goren and D. Mannal re JSN paydown (.2). Emails with C. Siegel re chart on JSN claims (.4). Email with N. Foley re Whitlinger Depo Prep (.2).	2.40	1,788.00
09/13/13	FOLEY, NICOLE	Review APA issues (2.1); analysis of Ocwen and Walter SEC filings (3.7); analysis of Whitlinger documents (3.1)	8.90	5,829.50
09/13/13	BENTLEY, PHILIP	Prepare for J. Horner depo (3.0) and prepare for Ruhlin depo (2.0); meet w/ G. Horowitz, P. Farber and S. Engelhardt re: trial prep (0.3), conf calls with MoFo, E. Lintz and FAs re: Horner prep (1.0) and call with Ruhlin and other counsel re: Ruhlin prep (0.5), and discussions with S. Zide re: same (0.5) and w/ E. Lintz (0.6) re same; call with S. Zide, T. Goren, and FTI re: Horner deposition (.8).	8.70	7,786.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/13/13	FARBER, PEGGY	Review newly produced documents (2.5); prepare new binders re: same (.8); correspond w/ J. Brown & G. Horowitz re upcoming deposition (.5), meet with deposition witness to review newly produced materials (.4), meet with G. Horowitz, S. Engelhardt, P. Bentley re trial issues (.3).	4.50	3,352.50
09/13/13	SIEGEL, CRAIG L	Call with E. Tobin re: J. Horner interview (.3); analyze Whitlinger depositions (3.0) and declarations (1.8); draft portions of Whitlinger prep outline (3.1).	8.20	6,355.00
09/13/13	GOODMAN, ALISSA R.	Email with N. Hamerman regarding revised 30(b)(6) topics (.2); email with N. Hamerman and E. Tobin regarding Farley deposition (.2).	0.40	284.00
09/13/13	O'NEILL, P. BRADLEY	Review Disclosure Statement and other materials in preparation for Phase I trial.	2.50	2,062.50
09/13/13	PHILLIP, RENEE	Edit Whitlinger outline to include relevant passages from First Day Affidavit.	2.00	610.00
09/13/13	SIKES, ALISON	Create "Ad Hoc Deposition Transcript" binder for N. Hamerman	0.40	122.00
09/13/13	SIKES, ALISON	Create "Tom Marano Depo Prep" binders for C. Siegel, N. Foley, P. Farber, and N. Hamerman	1.30	396.50
09/13/13	SIKES, ALISON	Assist P. Farber with John Peterson Depo Prep.	1.60	488.00
09/13/13	SIKES, ALISON	Retrieve "Lien Release" files.	0.50	152.50
09/13/13	SIKES, ALISON	Prepare documents for Marano deposition.	1.10	335.50
09/13/13	HOROWITZ, GREGORY A.	Address Peterson adjournment (1.3); meet with J. Brown, M. Glick, S. Engelhardt re AFI witness issues (1.8); review FGIC opinion (.5); review Marano deposition (2.2); e-mails w/ defense team re 30(b)(6) issues (.7); review Finnerty report (.8); meet with P. Bentley, P. Farber, S. Engelhardt re: trial strategy (.3).	7.60	6,802.00
09/13/13	HAMERMAN, NATAN	Review of releases (1.5); perform Farley depo prep (1.5); review relevant produced documents in preparation for same (2.5); review draft Alix report (.7); review revised 30(b)(6) list (.30); prepare for Peterson depo (.4); Ruhlin prep (.4); emails with G. Horowitz re data base (.3); follow up analysis in preparation for Marano depo (.4).	8.00	6,200.00
09/13/13	BECKER, BRYON	Assist in preparing counterclaims chart.	0.10	29.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/13/13	SCHULMAN, BRENDAN M.	Conference call w/ H5 re: search (0.5); emails w/ same re authorization (0.2).	0.70	549.50
09/13/13	SHIFER, JOSEPH A	Call with E. Lintz re JSN trial strategy (.6).	0.60	417.00
09/13/13	RINGER, RACHAEL L	Correspond with S. Zide re: JSN litigation claims chart (.3), discussion with D. Bessner re: same (.2), review chart, comment on same (.4), e-mails with S. Zide re: same (.4).	1.30	728.00
09/13/13	ECKSTEIN, KENNETH H.	Draft memo to Judge Peck re JSN proposal (1.8).	1.80	1,782.00
09/14/13	KAUP, ANASTASIA N	Review research re: Article 9 issues (.3); email w/ M. Chass re: same (.2).	0.50	247.50
09/14/13	MILLER, ASHLEY S	Research intercompany claims	2.10	1,281.00
09/14/13	FOLEY, NICOLE	Analysis of Whitlinger (2.2) and JSN (1.8) documents; prepare notes re: same (2.2); additional review (2.0) and analysis (1.2) of same.	9.40	6,157.00
09/15/13	BLABEY, DAVID E	Outline Phase I pretrial brief (3.5), research on JSN collateral issues (3); further outline Phase I pretrial brief (2.0).	8.50	6,332.50
09/15/13	WOLF, BENJAMIN	Review H5 document production in connection with witness prep for N. Hamerman (3.3); emails with same re same (.2); research re JSN collateral issues (.8); email to N. Hamerman re same (.1).	4.40	2,464.00
09/15/13	ZIDE, STEPHEN	Emails with P. Bentley re preparation of Horner depo (.3).	0.30	223.50
09/15/13	FOLEY, NICOLE	Analysis of Whitlinger and goodwill documents (2.4); draft outline of key APA documents (1.3); further review (1.7) and draft notes (.4) re: Whitlinger and goodwill documents; additional review of Whitlinger documents for deposition prep (2.3).	8.10	5,305.50
09/15/13	O'NEILL, P. BRADLEY	Review FGIC transcript (1.1); Correspond w/ N. Hamerman, C. Siegel re: confirmation discovery (2.1).	3.20	2,640.00
09/15/13	FARBER, PEGGY	Attend deposition as defense counsel (7); draft analysis and summary of several documents marked as exhibits (1.8).	8.80	6,556.00
09/15/13	SIEGEL, CRAIG L	Analyze Marano deposition transcript (2.4); draft portions of Whitlinger prep outline (1.6).	4.00	3,100.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/15/13	GOODMAN, ALISSA R.	Review Peterson outline (1.5) and exhibits (2.9) in preparation for Farley deposition; Email with N. Hamerman regarding Farley deposition preparation (.2); correspond with N. Hamerman re: same (.4); review Farley deposition outline (.5); review documents for Farley deposition preparation (.5).	6.00	4,260.00
09/15/13	HOROWITZ, GREGORY A.	E-mails w/ R. Feinstein, J. Morris re OID (.7); e-mails w/ full team re approach to PTO (.4).	1.10	984.50
09/15/13	SHIFER, JOSEPH A	Emails with P. Farber re Peterson deposition (.3), emails with S. Zide and P. Bentley re JSN disclosure (.4).	0.70	486.50
09/16/13	KAUP, ANASTASIA N	Draft argument outline for pretrial brief and treatment of JSN claims (4.4); T/C w/ D. Blabey re: same (.2); research re: Article 9 security interests/issues re: same (2.6); emails w/ M. Chass re: same (.2); research re: joint pre-trial order precedents (.1); emails w/ D. Blabey re: same (.1).	7.60	3,762.00
09/16/13	LINTZ, EDWARD M	Finalize draft of Ruhlin Witness outline for JSN trial (2.1); e-mail exhibit list of documents for trial to E. Tobin (0.5); review produced documents for relevance to Phase I trial and witness depositions (3.4) and updated Horner witness outline re: same to prepare for deposition (4.4).	10.40	5,148.00
09/16/13	CHERNYAK, YEKATERINA	Review Debtors' complaint and UCC's complaint re: claims against JSNs (1.5) review JSN's counterclaims (.5) review order of MTD and statement of issues (1) and compile a chart of claims and issues to be raised re: same (.9).	3.90	2,769.00
09/16/13	ALLARD, NATHANIEL	Correspond w/ Y. Chernyak, J. Shifer, C. Siegel re: JSN adversary proceeding and related documents (.5).	0.50	212.50
09/16/13	HAMERMAN, NATAN	Attend/participate in deposition preparation of T. Farley for JSN Phase I trial (7.0), review relevant documents to prepare for same (2.5) Debrief correspondence with A. Goodman and P. Farber (1.0). Review Ruhlun material for JSN trial (1.0). Emails w/ C. Siegel re additional Farley prep (.3).	11.80	9,145.00
09/16/13	WOLF, BENJAMIN	Review JSN release related documents for N. Hamerman (.6); emails with same re same (.1).	0.70	392.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/16/13	ZIDE, STEPHEN	Emails with C. Siegel and J. Shifer re purchase price allocation issues (.5).	0.50	372.50
09/16/13	FOLEY, NICOLE	Analysis of communications re: APA issues (2.3); review legal research re: JSN claims and counterclaims (2.0); draft depo prep outline for Ruhlin on APA issues (1.7); meet with C. Siegel re: review of asset sale documents and Whitlinger deposition prep (2.0).	8.00	5,240.00
09/16/13	O'NEILL, P. BRADLEY	Review Kruger deposition outline (1.2); prepare Kruger for testimony/depositions in connection with JSN Phase I trial (5.7); review transcript from PSA hearing re: same (1.2).	8.10	6,682.50
09/16/13	BLABEY, DAVID E	Discuss Phase I pretrial brief with A. Kaup (.2); call with C. Siegel re same (.3) and exchange further emails with C. Siegel re same (.1); review case law re liens on contracts (.5).	1.10	819.50
09/16/13	BESSNER, DEBORAH	Correspond w/ Y. Chernyak re JSN motion to dismiss (.5); email Y. Chernyak pleadings re same (.4).	0.90	265.50
09/16/13	MILLER, ASHLEY S	Research MMLPSA claims for issues relating to JSN Phase I trial	2.00	1,220.00
09/16/13	AMSTER, JASON S	Review M. Chass email re: Bilateral Facility production (.2); review produced documents re: same (.6).	0.80	580.00
09/16/13	BENTLEY, PHILIP	Review J. Horner docs re: preparation for depositions (0.8); e-mails w/ D. Blabey re JSN issues (0.4).	1.20	1,074.00
09/16/13	FARBER, PEGGY	Review newly produced documents for depositions in connection with JSN Phase I trial (3.5) summarize same for N. Hamerman defending the deposition (1.0); meet and confer with JSNs re third order (.1); summarize JSN Phase I deposition of Marano (2.4); review new results from researchers re: JSN Phase I legal issues (2).	9.00	6,705.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/16/13	SIEGEL, CRAIG L	Emails and calls with counsel for debtors and Trustee re: amended CMO (.4); analyze Farley documents (.4); analyze asset sale documents for Whitlinger prep (2.9); prepare for and participate in meet and confer call re: CMO (.4); meet with N. Foley to review asset sale documents and coordinate Whitlinger depo prep (2.0); TC with J. Rosell re: Ruhlin exhibits (.1); TC with Kirkland re: Lombardo deposition (.4); analyze APA documents for Whitlinger prep (3.0) and outlined issues for deposition re: same (4.3); TC with D. Blabey re: Phase I trial brief (.3).	14.20	11,005.00
09/16/13	GOODMAN, ALISSA R.	Prepare for (3.2) and participate in (7.0) deposition preparation of T. Farley for JSN trial; email with P. Farber and N. Hamerman regarding Farley documents (.3).	10.50	7,455.00
09/16/13	PHILLIP, RENEE	Create outline of excerpts from Marano deposition (5), and organize related documents from case docket (1).	6.00	1,830.00
09/16/13	SIKES, ALISON	Update JSN Litigation Team Calendar for Y. Chernyak and C. Siegel.	0.50	152.50
09/16/13	SIKES, ALISON	Create expert disclosures template for P. Farber.	0.40	122.00
09/16/13	SIKES, ALISON	Create "First Amended Complaint" binders for C. Siegel and N. Foley.	1.10	335.50
09/16/13	SIKES, ALISON	Create "Joe Ruhlin Depo Prep" binders for E. Lintz and P. Bentley.	5.00	1,525.00
09/16/13	HOROWITZ, GREGORY A.	E-mails with J. Levitt, C. Siegel, re scheduling order issues, review draft of same (.5)	0.50	447.50
09/16/13	SHIFER, JOSEPH A	Numerous emails with S. Zide and C. Siegel re JSN allocation issues (.8), numerous correspondence with S. Zide re JSN paydown stipulation (.5), review and revise same (1.2), emails with E. Lintz re JSN issues (.6), research re JSN intercreditor agreement (.8)	3.90	2,710.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/17/13	FOLEY, NICOLE	T/c w/ Alix Partners and C. Siegel re: APA issues (1.3) and disc. w/ C. Siegel re: same (.5); t/c w/ A. Sikes re: exhibits (0.1); locate potential exhibits re: APA issues (1.1); analysis of documents produced by Walter re: relevance to JSN issues in adversary proceeding (3.0); review of Whitlinger deposition (1.3); analysis of Ocwen documents re: relevance to JSN issues in adversary proceeding (2.1).	9.40	6,157.00
09/17/13	LINTZ, EDWARD M	Preparation for deposition preparation meeting with J. Ruhlin (0.6); meeting with J. Ruhlin, P. Bentley, and Curtis, Pachulski, and Morrison Foerster to prepare for deposition in JSN Phase I trial (8.5); update witness outline based on meeting (0.5); email documents to E. Tobin at Curtis for Whitlinger prep outline (0.3).	9.90	4,900.50
09/17/13	BESSNER, DEBORAH	Correspond with A. Sikes re JSN motion to dismiss (.3); organize electronic files re depositions (.1).	0.40	118.00
09/17/13	KAUP, ANASTASIA N	Emails w/ C. Siegel re: status of research into Article 9 security interests/issues (.2).	0.20	99.00
09/17/13	MILLER, ASHLEY S	Research MMLPSA claim re: issues raised in JSN Phase I proceedings (3.9); review Examiner's discussion of MMLPSA claim (0.5)	4.40	2,684.00
09/17/13	MANNAL, DOUGLAS	TCF with UCC members re: status of mediation with JSNs (.7)	0.70	577.50
09/17/13	AMSTER, JASON S	Email w/ M. Chass and N. Hamerman re: Bilateral Facilities and CFDR codes.	0.70	507.50
09/17/13	BENTLEY, PHILIP	Meet w/ J. Ruhlin and other counsel re: deposition prep (4.2); e-mails w/ E. Lintz, MoFo and Curtis re JSN depositions (0.9).	5.10	4,564.50
09/17/13	FARBER, PEGGY	Draft discovery notification for submission (1); emails and phone calls with L. Troyer re research results (.5); draft comments to Alix report on JSN trial issues (3.8).	5.30	3,948.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/17/13	SIEGEL, CRAIG L	Prepare for (.7) and participate (1.3) in call with N. Foley, Alix and Moelis re: APA exhibits and asset sales; discuss same with N. Foley (.5); analyze emails re: expert reports (.2); prepare for (.2) and participate in Ruhlin depo prep (.5); prepare for (.6) and participate in (.5) call with Lombardo and N. Hamerman re: deposition; research (3.0) and draft (2.0) outline of issues for Whitlinger prep and review Whitlinger documents (.6).	10.10	7,827.50
09/17/13	BLABEY, DAVID E	Review transcript of Kruger deposition (.5); discuss pretrial order with M. McPherson (.1); edits to pretrial order template (.3).	0.90	670.50
09/17/13	GOODMAN, ALISSA R.	Prepare for (3.6) and participate in deposition preparation of T. Farley (4.5); prepare notes from same (1.5); Email with D. Blabey, C. Siegel, regarding litigation strategy (.1); email with Natan Hamerman regarding Farley deposition (.1); email with A. Miller, N. Foley, D. Blabey, C. Siegel regarding experts (.1).	9.90	7,029.00
09/17/13	O'NEILL, P. BRADLEY	Prepare for (.5) and participate in Kruger deposition (3.0); review email re: Lombardo (.2); emails with D. Blabey re: pretrial order (.3); review Whitlinger prep outline (2.1); emails with N. Hamerman re: allocation (.2); review claims issues (.6); review FGIC decision and transcript (1.6).	8.50	7,012.50
09/17/13	SIKES, ALISON	Compile JSN documents for C. Siegel regarding James Whitlinger Depo Prep.	1.40	427.00
09/17/13	SIKES, ALISON	Assist E. Lintz with Joe Ruhlin Depo Prep.	0.60	183.00
09/17/13	SIKES, ALISON	Finalize "Jill Horner Depo Prep" binders for E. Lintz.	0.70	213.50
09/17/13	SIKES, ALISON	Create "James Whitlinger Depo Prep" binders for C. Siegel	10.00	3,050.00
09/17/13	SIKES, ALISON	Create "John Peterson - Pledge and Collateral Releases" Binder for N. Hamerman.	1.30	396.50
09/17/13	HAMERMAN, NATAN	Review relevant documents/potential exhibits to prepare for (5.0) and participate in deposition preparation of T. Farley with A. Goodman (4.5); research re relevant documentation for same (.5); confer with C. Siegel re Lombardo depo and schedule (.5).	10.50	8,137.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/17/13	CHASS, MARK	Review Alix and FTI decks re intercompany claims (.9); analyze individual claims (.5); draft memo re same (2.3), email corr w/ M. Landy, J. Amster re CFDR (.2), t/c w/ M. Landy re intercompany claims and related decks, issues re same (.6), discussions w/ A. Khawong re memo re JSN liens (.6).	5.10	3,952.50
09/17/13	ZIDE, STEPHEN	Emails with C. Siegel re purchase price allocation (.8). Email with D. Mannal re JSN discovery (.1). Review JSN Intercreditor (.5) and email D. Mannal re same (.3). Emails with J. Shifer re JSN claims stipulation (.4); review same (.2); revise UCC email re same (.2).	2.50	1,862.50
09/17/13	CHERNYAK, YEKATERINA	Review Deloitte's work-product relating to audits for CFDR issues (3.6) and draft a report for N. Hamerman and C. Siegel re: same (1.1).	4.70	3,337.00
09/18/13	BESSNER, DEBORAH	Update JSN counterclaims chart (.2); email Y. Chernyak pleadings from the JSN adversary proceeding and JSN statement of issues (.4).	0.60	177.00
09/18/13	KAUP, ANASTASIA N	Research re: Article 9 security interests/issues (5.5); T/C w/ D. Blabey re: same (.1); emails w/ P. Farber re: document review/deposition prep. re: JSN adversary proceedings (.3).	5.90	2,920.50
09/18/13	FOLEY, NICOLE	Review e-mails re: depo prep (0.1); analysis of Ocwen documents re: relevance to depositions for Phase I (1.1); e-mails w/ FAs re: same (0.1); analysis of new H-5 documents re: T. Farley (2.1); e-mails w/ C. Siegel re: Whitlinger depo (0.1) analysis of Walter production re: relevance to depositions for Phase I (4.3); prepare notes re: same (2.8); correspond w/ C. Siegel re: Whitlinger depo prep (0.3).	10.90	7,139.50
09/18/13	LINTZ, EDWARD M	Research re: Stip and Order permitting the Debtors to continue using cash collateral.	1.80	891.00
09/18/13	WOLF, BENJAMIN	Review H5 production re: JSN litigation related emails from P. Farber, and review Relativity database re same.	0.20	112.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/18/13	BLABEY, DAVID E	Review Examiner report for Phase 1 pretrial brief background section (1.8); call with M. Chass re intercompany claim issues (.5); outline all issues for Phase 1 pretrial brief (2.9), outline OID issues for Phase I pretrial brief (2.0) and discuss research with A. Kaup (.1); call with N. Hamerman re briefing (.5) and follow up correspondence with Y. Chernyak (.4); review briefs and hearing transcript on OID issues (1.3); call with MoFo re brief (.1) and follow up email to G. Horowitz re: same (.1).	9.70	7,226.50
09/18/13	ALLARD, NATHANIEL	Correspond w/ J. Shifer, S. Zide re: motions to dismiss in JSN adversary (.3).	0.30	127.50
09/18/13	MILLER, ASHLEY S	Review documents produced on behalf of Farley for depo prep.	2.30	1,403.00
09/18/13	O'NEILL, P. BRADLEY	Review Whitlinger deposition outline (1.5); participate in Whitlinger deposition preparation meeting with C. Siegel (4.5), revise outline re: same (.7)	6.70	5,527.50
09/18/13	BENTLEY, PHILIP	Attend Ruhlin deposition (8.5); prep for Horner deposition (0.4).	8.90	7,965.50
09/18/13	FARBER, PEGGY	Review relevant produced/tagged documents for upcoming depositions for Whitlinger and Ruhlin (4.3); review new draft of summary re: same (3.5) review revised disclosure statement (1).	8.80	6,556.00
09/18/13	SIEGEL, CRAIG L	Prepare for (2.2) and participate in Whitlinger deposition prep meeting (4.5); further review of documents for Whitlinger deposition (2.9); TC with A. Goodman re: Farley deposition (.3).	9.90	7,672.50
09/18/13	GOODMAN, ALISSA R.	Prepare for (3) and attend (6.0) deposition of T. Farley; review Ruhlin deposition transcript (.5); e-mails with N. Hamerman and P. Farber re: Farley documents (.3); call with C. Siegel re: Farley deposition prep (.3).	10.10	7,171.00
09/18/13	SIKES, ALISON	Finalize "Jill Horner Depo Prep" binders for E. Lintz and P. Bentley	3.60	1,098.00
09/18/13	SIKES, ALISON	Create Ad Hoc, Marano, Wells Fargo, and UMB Bank deposition transcript binders for entire JSN Litigation team.	1.50	457.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/18/13	SIKES, ALISON	Create "John Peterson - UCC Release Statements" binder for N. Hamerman.	2.50	762.50
09/18/13	HAMERMAN, NATAN	Attend Farley deposition (6.0); follow up analysis re same for Phase I litigation (1.5); call with D. Blabey re: briefing re: same (.5).	8.00	6,200.00
09/18/13	HOROWITZ, GREGORY A.	Attend/participate in deposition prep session with J. Whitlinger, J. Levitt at MoFo (4.5); meet with J. Levitt re: trial prep (.8), arrange resumption of updates emails (.5); review draft CMO, emails with J. Levitt re: same (.5); review Peterson deposition summary (.4).	6.70	5,996.50
09/18/13	CHASS, MARK	Correspondence w/ D. Blabey re putative JSN liens (.4); review A. Khowong research and outline re same (.8), revise memo analyzing intercompany claims (2.3), review A. Kaup outline re JSN liens (.8).	4.30	3,332.50
09/18/13	ZIDE, STEPHEN	Review Alix OID analysis presentation and markup same (.8). Emails and calls with P. Bentley re expense allocation issues for JSNs (.5).	1.30	968.50
09/18/13	CHERNYAK, YEKATERINA	Draft list of legal issues to be addressed in the pretrial order (2.0); review underlying pleadings (including MTDs, Complaints, Opinion, Statement of issues) re: same (2.6).	4.60	3,266.00
09/18/13	SHIFER, JOSEPH A	Emails with D. Blabey re JSN research (.5), emails with M. Landy and S. Martin re CFDR database (.4), further revisions to paydown order (.6), emails with S. Zide, T. Goren, and N. Ornstein re same (.7)	2.20	1,529.00
09/19/13	HAMERMAN, NATAN	Prep for deposition of J. Whitlinger in Phase I trial (2.0); review relevant documents gathered by H5 for Whitlinger deposition (2.9); confer with P. Farber, C. Siegel, B. O' Neill, P. Bentley, D. Blabey, A. Goodman, G. Horowitz, N. Foley, Y. Chernyak, E. Lintz, MoFo re JSN trial preparation (2.1).	7.00	5,425.00
09/19/13	KAUP, ANASTASIA N	Conduct legal research re: Article 9 security interest issues (3.6); emails w/ D. Blabey re: same (.4); e-mails w/ P. Farber re: document review re: OID issues for JSN adversary proceeding (.4).	4.40	2,178.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/19/13	LINTZ, EDWARD M	Research for Jill Horner deposition prep session by compiling copies of prior depositions for references to same (0.9); attend deposition preparation session with J. Horner; P. Bentley, and attorneys from Morrison Foerster, Curtis, and Pachulski (6.2); meeting to discuss strategy going forward in JSN trial with P. Farber, C. Siegel, B. O' Neill, P. Bentley, D. Blabey, A. Goodman, G. Horowitz, N. Foley, Y. Chernyak, Morrison Foerster, Curtis, and Pachulski attorneys (2.1).	9.20	4,554.00
09/19/13	FOLEY, NICOLE	Conduct research re: JSN expert J. Taylor (2.8); review prior testimony and expert reports re: same (3.5); e-mails w/ P. Bentley, D. Blabey, B. O'Neill and C. Siegel re: same (0.1); review JSN issues re: same (1.1); review debtor production for presentations re: asset sales (1.3); attend joint defense counsel meeting with P. Farber, C. Siegel, B. O' Neill, P. Bentley, D. Blabey, A. Goodman, G. Horowitz, Y. Chernyak, E. Lintz, N. Hamerman, MoFo re: status and strategy (2.1); review exhibit list issues (0.9).	11.80	7,729.00
09/19/13	SIEGEL, CRAIG L	Prepare for (1.5) and participate in Whitlinger deposition (6.0); participate in all plaintiffs' counsel meeting, with P. Farber, B. O' Neill, P. Bentley, D. Blabey, A. Goodman, G. Horowitz, N. Foley, Y. Chernyak, E. Lintz, N. Hamerman at Kramer Levin (2.1).	9.60	7,440.00
09/19/13	MILLER, ASHLEY S	Research MMLPSA claim for relevance to JSN trial (3.4); review Examiner's discussion of MMLPSA claim (3.5)	6.90	4,209.00
09/19/13	O'NEILL, P. BRADLEY	Review expert deposition summaries (.3); prepare for (1.4) and attend Whitlinger deposition (6.0); attend team meeting with P. Farber, C. Siegel, P. Bentley, D. Blabey, A. Goodman, G. Horowitz, N. Foley, Y. Chernyak, E. Lintz, N. Hamerman re: hearing prep (2.1).	9.80	8,085.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/19/13	BENTLEY, PHILIP	Attend portion of Jill Horner deposition prep conf with MoFo, Curtis, Pachulski and E. Lintz (5.3), and follow-up e-mails with E. Lintz re: same (0.3), Attend portion of depo prep meeting with N. Hamerman, P. Farber, C. Siegel, B. O' Neill, D. Blabey, A. Goodman, G. Horowitz, N. Foley, Y. Chernyak, E. Lintz, MoFo team conference (1.4), and review JSN issues (0.4).	7.40	6,623.00
09/19/13	FARBER, PEGGY	Review JSN produced documents for deposition of Whitlinger (2.3); meet w/G. Horowitz and Alix Partners re trial issues and preparation (5.0); meet with J. Levitt, S. Engelhardt, T. Goren, R. Abdelhamid, J. Morris, R. Feinstein, J. Rosell, T Foudy, E. Tobin, G. Horowitz, B. O'Neill, A Goodman, N. Hamerman re trial preparations (2.1); research question of IRS forms (1).	10.40	7,748.00
09/19/13	BLABEY, DAVID E	Correspond re: pretrial brief with G. Horowitz (.3); edits to pretrial brief re: same (1); research on liens on contract claims (1.8) and correspondence with A. Kaup re: same (.2); review hearing transcript and briefs re contract arguments (1.3); prep for (.2) and attend (2.1) team meeting with P. Farber, C. Siegel, B. O' Neill, P. Bentley, A. Goodman, G. Horowitz, N. Foley, Y. Chernyak, E. Lintz, N. Hamerman to discuss pretrial briefs and discovery; discuss drafting of pretrial brief with Y. Chernyak (.3).	7.20	5,364.00
09/19/13	GOODMAN, ALISSA R.	Email with E. Tobin regarding trial Exhibits (.4); email with E. Tobin regarding burden of proof (.1); email with D. Blabey regarding allocation research (.2); review Ruhlin deposition transcript (1.0); speak to J. Trachtman re: same (.1); review JSNs' expert disclosures (.3); supervise collection of background materials JSNs' experts (1.5); review Farley deposition transcript (2.2); prepare for (.2) and attend team meeting re: depositions with P. Farber, C. Siegel, B. O' Neill, P. Bentley, D. Blabey, G. Horowitz, N. Foley, Y. Chernyak, E. Lintz, D. Blabey, MoFo, Curtis (2.1).	8.10	5,751.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/19/13	SIKES, ALISON	Update JSN Litigation Team Calendar for Y. Chernyak and C. Siegel	0.40	122.00
09/19/13	SIKES, ALISON	Create Ad Hoc, Marano, Wells Fargo, and UMB Bank deposition transcript binders for entire JSN Litigation team.	2.00	610.00
09/19/13	SIKES, ALISON	Create "John Peterson - UCC Release Statements" binder for N. Hamerman.	0.30	91.50
09/19/13	SIKES, ALISON	Create "John Peterson - OCB Releases" Binder for N. Hamerman	1.70	518.50
09/19/13	HOROWITZ, GREGORY A.	Review Finnerty draft and exhibits (1.5); confer w/ D. Blabey re issues statement (.4); meet with J. Finnerty, M. Arango, P. Farber re: trial issues (5.0); review Peterson transcript (1.1); Attend portion of meeting re: JSN litigation with P. Farber, C. Siegel, B. O' Neill, P. Bentley, D. Blabey, A. Goodman, N. Foley, Y. Chernyak, E. Lintz, N. Hamerman (1).	9.00	8,055.00
09/19/13	BECKER, BRYON	Review JSN docket and organize filings related to trial for Y. Chernyak.	0.20	59.00
09/19/13	CHERNYAK, YEKATERINA	Attend meeting with MoFo, Curtis, Pachulski and P. Farber, C. Siegel, B. O' Neill, P. Bentley, D. Blabey, A. Goodman, G. Horowitz, N. Foley, E. Lintz, N. Hamerman re: trial strategy on JSN trial (2.1); draft update for same (.5); outline arguments re: JSN Phase I trial for pretrial brief (3.3); outline potential issues re: same (2.0); discuss drafting of brief with D. Blabey (.3); review CMO re: timing for filing the pretrial order (.2); emails with G. Horowitz, C. Siegel and D. Blabey re: order of proof issues (.4).	8.80	6,248.00
09/20/13	HAMERMAN, NATAN	Call with B. Westman re: preparation for Phase I deposition (2.5); review documents gathered by H5 related to JSN trial (3.0); correspondence with A. Goodman, C. Siegel, A. Miller re Westman depo prep (1.5).	7.00	5,425.00
09/20/13	LINTZ, EDWARD M	Attend Jill Horner deposition (2.0) and post-deposition strategy meeting with P. Bentley, M. McPherson, S. Martin, and Jill Horner (.4); analyze Horner deposition notes and transcript to begin drafting outline for witness statement at trial (4.7).	7.10	3,514.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/20/13	SIEGEL, CRAIG L	TC with D. Blabey, Y. Chernyak, R. Abdelmahid re pretrial brief (1.0); TC w/ P. Farber re expert production (.1); TC w/ A. Miller to coordinate claims research (.2); analyze order on motions to dismiss and remaining claims (2.1); analyze portions of Pinzon and Flanagan depositions (1.8); analyze Walter call transcripts (.4).	5.60	4,340.00
09/20/13	MILLER, ASHLEY S	Talk with C. Siegel about MMLPSA and expert witnesses (0.2); research MMLPSA claim (3.7)	3.90	2,379.00
09/20/13	KAUP, ANASTASIA N	Review produced documents to determine relevance in prep. for Hall deposition in JSN Phase I trial (7.7); emails w/ P. Farber re: same (.2).	7.90	3,910.50
09/20/13	BLABEY, DAVID E	Call with C. Siegel, Y. Chernyak, R. Abelhamid re pre trial brief (1) and correspond with Y. Chernyak re same (.5); calls with Pachulski and MoFo re pretrial brief (.2); review opinion on cross motions to dismiss (.6); edit Y. Chernyak's draft of stipulated facts (.4) and emails with Y. Chernyak re: same (.4); draft pretrial order re AFI Contribution issues (1) and research re same (1.5).	5.60	4,172.00
09/20/13	BENTLEY, PHILIP	Attend Horner deposition (2.0); confer with J. Horner, MoFo, E. Lintz (0.4) and correspondence with D. Mannal, B. O'Neill and D. Blabey (0.5) re next steps. Analyze Horner deposition transcript in preparation for Phase I trial (3.5).	6.40	5,728.00
09/20/13	FARBER, PEGGY	Full day meeting with G. Horowitz and Alix Partners on JSN trial issues and Finnarty report (6.3); prepare reliance materials docs for production (.8); and instruct IT department on preparation (.4); submit final expert reports re: same (.5); TC with C. Siegel re: expert production (.1).	8.10	6,034.50
09/20/13	CHERNYAK, YEKATERINA	Review FDA, DIP, security and loan documents and MTD pleadings for Joint Order's stipulated facts (1.2); and draft the relevant facts for same (2.0); research re: precedent orders from Judge Glenn for same (2.1); TC with C. Siegel, D. Blabey, R. Abelhamid re: pretrial brief (1.0).	6.30	4,473.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/20/13	ECKSTEIN, KENNETH H.	Call w/G. Uzzi re trading discovery (1.2), call with T. Foudy re discovery (.7), review draft financing report re OID, comment re same (1.4)	3.30	3,267.00
09/20/13	O'NEILL, P. BRADLEY	Review decision re: motion to dismiss (1.3); review Horner depo summary (.4).	1.70	1,402.50
09/20/13	GOODMAN, ALISSA R.	Attend portion of call with B. Westman re: trial prep (.5); call with B. Westman and JSNs' advisors re: same (.7); Email with D. Blabey and A. Miller regarding allocation research (.2): email with A. Miller, D. Blabey, P. Bentley regarding expert reports (.2).	1.60	1,136.00
09/20/13	SIKES, ALISON	Update JSN Litigation Team Calendar for Y. Chernyak and C. Siegel	0.60	183.00
09/20/13	SIKES, ALISON	Create Ad Hoc, Marano, Wells Fargo, and UMB Bank deposition transcript binders for entire JSN Litigation team.	1.60	488.00
09/20/13	HOROWITZ, GREGORY A.	Attend portion of call with B. Westman re: trial prep (.4); call with B. Westman and JSNs' advisors re: same (.6); Email with D. Blabey and A. Miller regarding allocation research (.1): email with A. Miller, D. Blabey, P. Bentley regarding expert reports (.2).` Meet with J. Finnerty, M. Arango, P. Farber, T. Toaso re: Finnerty report (6.3); TC w/ T. Goren re PPI issues (.3); comment on draft Landy report (.5), including e-mails w/ R. Feinstein, T. Goren re same (.3); review Gadsden report (.5); e-mails w/ P. Bentley, J. Levitt, T. Goren re expense issue (.2); research re E. Seigert (.2).	9.60	8,592.00
09/20/13	FOLEY, NICOLE	Analysis of Walter production re: relevance to JSN Phase I trial and depositions (7.2); review Curtis memo re: burden of proof issues (0.3); review Whitlinger depo transcript (3.3)	10.80	7,074.00
09/20/13	BECKER, BRYON	Email MTD transcript to Y. Chernyak.	0.30	88.50
09/21/13	BLABEY, DAVID E	Draft section of pretrial brief for JSN Phase I trial dealing with AFI Contribution (6) and conduct legal research re same (3).	9.00	6,705.00
09/21/13	KAUP, ANASTASIA N	Research re: pretrial order precedents (.4); emails w/ D. Blabey, Y. Chernyak re: same (.1); legal research re: Article 9 security interests/issues (4.0); draft notes re: same (2.4); emails w/ D. Blabey re: same (.2).	7.10	3,514.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/21/13	BENTLEY, PHILIP	Review expert reports in prep for trial.	0.30	268.50
09/21/13	FARBER, PEGGY	Analyze opposition expert reports (3.2), draft summary notes re: same (1.0).	4.20	3,129.00
09/21/13	HOROWITZ, GREGORY A.	Review JSN expert reports for trial prep (2.7); prepare notes re: same (2.3); further review of relevant produced documents for deposition prep (1.5).	6.50	5,817.50
09/21/13	FOLEY, NICOLE	Review APA exhibit list issues (4.9); analysis of Walter documents re: relevance to JSN Phase I trial and depositions (2.4); draft notes re: same (3.2) further review of Walter documents re: same (1.1); e-mails w/ C. Siegel re: APA documents (0.1).	11.70	7,663.50
09/22/13	BLABEY, DAVID E	Edit pretrial brief on AFI Contribution issues (1); review memo from A. Kaup re same (.1); review OID expert report (.9); review previous Committee pleadings in connection with same (1); further research on liens (.5).	3.50	2,607.50
09/22/13	KAUP, ANASTASIA N	Research re: Article 9 security interests/issues (4.5); draft memo re: same (2.4); emails w/ M. Chass, D. Blabey, K. Denk re: same (.3).	7.20	3,564.00
09/22/13	SIEGEL, CRAIG L	TC w/ G. Horowitz re Walter depo (.4); TC w/ N. Foley re Walter depo (.4); review expert reports from JSNs re: Phase I trial issues (3.0); analyze Walter documents for relevance to Phase I deposition prep (4.7); TC with G. Horowitz re: Walter strategy (.5).	9.00	6,975.00
09/22/13	BENTLEY, PHILIP	Review JSN expert reports in prep for trial.	2.30	2,058.50
09/22/13	FARBER, PEGGY	Review JSN produced documents for relevance in preparation of Walter deposition (3.6); draft notes re: same (2.3); additional review of Walter produced documents (2.2); draft email to third party witness re documents that have not been produced (.3); emails with G Horowitz, J. Morris, R. Feinstein re same (.2); arrange for compilation of reports re: same (.4); arrange meeting of financial advisors to discuss opposition expert reports (.2).	9.20	6,854.00
09/22/13	O'NEILL, P. BRADLEY	Review Siegert expert report in prep for JSN trial.	1.50	1,237.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/22/13	CHERNYAK, YEKATERINA	Continue to review FDA, DIP, security and loan documents, MTD documents for the Joint Pretrial Order's stipulated facts (2.9); draft the relevant facts based on analysis of same (3).	5.90	4,189.00
09/22/13	ECKSTEIN, KENNETH H.	Review expert reports submitted by JSNs (1.5) review expert reports submitted by the plan proponents (1.0); review case materials re: same in prep for Phase I trial (.5).	3.00	2,970.00
09/22/13	GOODMAN, ALISSA R.	Email with C. Siegel, B. O'Neill, P. Bentley regarding expert reports (.2).	0.20	142.00
09/22/13	HOROWITZ, GREGORY A.	TC w/ C. Siegel re Walter dep (.4); tc w/ J. Levitt, T. Goren, Walter counsel re same (.4); TC with C. Siegel re Walter strategy (.5); continue JSN expert report review (2.5); e-mails with K. Eckstein re same (.4).	4.20	3,759.00
09/22/13	FOLEY, NICOLE	Review Walter depo issues (2.5); t/c w/ C. Siegel re: same (0.4); analysis of APA related documents from production re: relevance to claims against JSNs (6.4); analysis of documents produced by Walter re: relevance to JSN issues in adversary proceeding (3.9).	13.20	8,646.00
09/22/13	ZIDE, STEPHEN	Review opinion on JSN litigation (1); review emails from P. Bentley re same (.3).	1.30	968.50
09/22/13	RINGER, RACHAEL L	E-mails with Committee members re: JSN expert reports (.2)	0.20	112.00
09/23/13	LINTZ, EDWARD M	Call with G. Horowitz and P. Bentley re: expert reports (0.8).	0.80	396.00
09/23/13	WOLF, BENJAMIN	Review JSN litigation burden of proof memo.	0.10	56.00
09/23/13	KAUP, ANASTASIA N	Research re: Article 9/security interests issues (3.6); draft notes re: same (3.3); emails w/ D. Blabey, Y. Chernyak re: same (.7).	7.60	3,762.00
09/23/13	BLABEY, DAVID E	Edit pretrial order contentions (2.7); call with A. Barrage re same (.1); review case law in connection with same (.6); review JSNs' expert reports (1.2); discuss intercompany claims with Y. Chernyak (.7); edit Y. Chernyak section of pretrial brief (.9); further research in connection with JSN liens (.4).	6.60	4,917.00
09/23/13	MILLER, ASHLEY S	Research MMLPSA claim (1.5); review Examiner's discussion of MMLPSA claim (3.5).	5.00	3,050.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/23/13	SHIFER, JOSEPH A	Correspondence with R. Ringer re JSN voting stipulation status and issues (.6), revise stip re same (.3), correspondence with R. Ringer, S. Zide, M. Chass, and M. Guccion re JSN claim issues (.6), emails with MoFo team re same (.2).	1.70	1,181.50
09/23/13	O'NEILL, P. BRADLEY	Review expert reports in prep for Phase I trial (2.8); TCF w/ Kirkland, P. Farber, N. Hamerman, G. Horowitz re: AFI depositions (1.0); TCF w/ MoFo, P. Bentley, P. Farber, K. Eckstein, G. Horowitz, D. Mannal, N. Hamerman re: expert reports (1); meet with G. Horowitz re: Walter deposition (.3); attend portion of call with K. Eckstein, D. Mannal, G. Horowitz, P. Bentley re: expert reports (.5).	5.60	4,620.00
09/23/13	CHERNYAK, YEKATERINA	Research caselaw for adequate protection joint order issues (5.5); draft portions re: same (.2); discuss intercompany claims with D. Blabey (.7).	6.40	4,544.00
09/23/13	GUCCION, MARY K	Correspondence w/ M. Chass re claim research (.7); follow-up call w/ J. Shifer re same (.1); research claim issue (1.3).	2.10	1,176.00
09/23/13	ECKSTEIN, KENNETH H.	Follow up call with G. Uzzi (.3), G. Lee (.3), call with J. Dubel (.6) all re multiple JSN issues for Phase I trial, call M. Ellenberg re update (.6), review expert reports of Phase I trial (.4), prep for meeting (.4) meeting with MoFo, P. Bentley, G. Horowitz, P. Farber, B. O'Neill, D. Mannal, N. Hamerman re: expert reports (1.0).	3.60	3,564.00
09/23/13	SCHULMAN, BRENDAN M.	Email from P. Farber re production parameters (0.2); email to E. Baldeon re discs (0.1).	0.30	235.50
09/23/13	SIEGEL, CRAIG L	Prepare for and participate in call with Moelis & Alix to prepare for Walter deposition (1.4); analyze Walter production re: relevance to JSN Phase I issues and depositions (3.1) and review of documents produced by other parties in interest for relevance to Walter depo (3.1); research (2) and draft (2.4) Walter depo questions; meet with G. Horowitz to prepare for Walter depo (1.3); discussion with N. Foley re: same (.7).	14.00	10,850.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/23/13	SIKES, ALISON	Create "James Whitlinger Deposition" and "Jill Horner Deposition" transcript binders for the JSN Core Litigation Team.	0.50	152.50
09/23/13	SIKES, ALISON	Compile binders re: expert reports.	4.20	1,281.00
09/23/13	SIKES, ALISON	Compile John Peterson binder for N. Hamerman.	1.50	457.50
09/23/13	SIKES, ALISON	Create "John Peterson Deposition," "Lewis Kruger Deposition," "Joe Ruhlin Deposition," and "Terry Farley Deposition" binders for C. Siegel and the JSN Core Litigation team.	1.90	579.50
09/23/13	AMSTER, JASON S	Correspondence w/ J. Shifer re: collateral (.3); review JSN collateral review memo (.3).	0.60	435.00
09/23/13	BENTLEY, PHILIP	Analyze expert reports filed by JSNs (2.2), conf with K. Eckstein, D. Mannal, G. Horowitz, B. O'Neill re: same (1.0) and conf call with Debtor and Committee counsel (1) re same.	4.20	3,759.00
09/23/13	FARBER, PEGGY	Prepare for meeting at MoFo re: expert reports (.7); phone meeting held at MoFo with FAs, P. Bentley, P. Farber, K. Eckstein, G. Horowitz, D. Mannal evaluating expert reports (1); prepare for meeting (.6) and meet with G. Horowitz, B. O'Neill, N. Hamerman and Kirkland lawyers to discuss case issues (1); compile expert exhibits for submission to opposing counsel (1.0); draft cover documents re: same (1.0).	5.30	3,948.50
09/23/13	GOODMAN, ALISSA R.	Review Ruhlin deposition transcript (1.7); review Horner deposition transcript (.7); review Kruger deposition transcript (1.0); participate in call with opposing counsel regarding experts (.7); Email with P. N. Hamerman, B. O'Neill, G. Horowitz, P. Farber regarding expert deposition schedule (.1); email with same regarding expert discovery (.1); email with P. Farber and N. Hamerman regarding document requests (.1); email with N. Hamerman regarding exhibit list (.2); participate in call with AFI counsel (.6); speak to N. Hamerman re: ongoing deadlines (.3); review Farley deposition transcript (1.0).	6.50	4,615.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/23/13	PHILLIP, RENEE	Assist in preparation of documents/exhibits for Walter deposition (6.5), attend conference call with financial advisors re: trial prep (1), coordinate to receive transcripts and exhibits & load into Livenote (1).	8.50	2,592.50
09/23/13	HAMERMAN, NATAN	Confer with A. Goodman re ongoing trial related deadlines (.3); conference call with MoFo, P. Bentley, P. Farber, K. Eckstein, G. Horowitz, D. Mannal re experts (1.0); conference call with Kirkland, B. O'Neill, G. Horowitz, P. Farber re Hall prep (1.0); review of expert scheduling (.4); continue review of exhibit list (.5); review designations (.4); edits to orders of proof (3.0); review expert reports (1.0); review depo transcripts (1.5) all re: JSN Phase I trial.	9.10	7,052.50
09/23/13	HOROWITZ, GREGORY A.	Meet with B. O'Neill re Walter deposition (.3); e-mails with P. Farber, J. Finnerty re Siegert report and rebuttal (.5); tc w/ B. Herzog re OID issues (1.2); TC with J. Levitt re Walter deposition coverage (.4); meet with K. Eckstein, D. Mannal, B. O'Neill, P. Bentley re JSN strategy (1.0); TC w/ P. Farber, P. Bentley, D. Blabey, B. O'Neill, D. Mannal, C. Siegel re experts (1.0); tc w/ J. Brown, M. McKane, J. Levitt, N. Hamerman, B. O'Neill, P. Farber re Ally witness (1.0); tc w/ S. Engelhardt re rebuttal issues, e-mail P. Farber, B. O'Neill, P. Bentley, D. Blabey, A. Goodwin, D. Mannal, C. Siegel re same (.5); meet with C. Siegel re Walter deposition outline (1.3); continue expert report review (2.8).	10.00	8,950.00
09/23/13	FOLEY, NICOLE	Analysis of valuation documents re: relevance to JSN Phase I trial issues (2.7); e-mails w/ FAs re: Walter analysis (0.3); review Walter deposition issues (4.3); disc. w/ C. Siegel re: same (0.7); t/c w/ FAs re: asset sale issues (1) and correspond w/ C. Siegel re: same (1.0); email w/ C. Siegel re: Walter depo issues (0.1).	10.10	6,615.50
09/23/13	DUNLAP, JEFFREY	Email to P. Farber re: expert witness testimony	0.20	112.00
09/23/13	CHASS, MARK	Emails w/ J. Shifer, S. Zide re pledgors under security agreement (.3), call w/ M. Guccion re same (.7).	1.00	775.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/23/13	MANNAL, DOUGLAS	TCF w/ counsel for JSNs re: discovery requests (.5).	0.50	412.50
09/23/13	ECKSTEIN, KENNETH H.	Meet with G. Horowitz, D. Mannal, P. Bentley re update on JSN strategy, Phase 1 and confirmation witnesses, strategy issues (1.0); call w/ G. Uzzi, re trading discovery (.4), call with T. Foudy re discovery (.4), call with G. Lee re: same (.6).	2.40	2,376.00
09/24/13	KAUP, ANASTASIA N	Research re: Article 9 security interests/issues (4.6); emails w/ D. Blabey, Y. Chernyak re: same (.3); T/C w/ N. Hamerman re: new research project re: evidence issues (.3).	5.20	2,574.00
09/24/13	LINTZ, EDWARD M	Conference call re: Ruhlin and Farley depositions and declarations with N. Hamerman, A. Goodman, P. Farber, J. Morris and J. Rosell (0.8); follow up correspondence w/ same re: issues raised on call (0.3).	1.10	544.50
09/24/13	FOLEY, NICOLE	Analysis of Taylor expert report (3.2); analysis of Levine expert report (1.4); remotely attend Dixon Deposition (3.5); e-mails w/ C. Siegel and G. Horowitz re: same (0.1); review communications w/ FAs re: same (0.7); e-mails w/ E. Tobin re: Walter/Ocwen depositions (0.2).	9.10	5,960.50
09/24/13	WOLF, BENJAMIN	Emails with A. Goodman re research re JSN Experts (.2); meet with same re same (.2); review testimony of experts (2.2); draft summary of same (2.1).	4.70	2,632.00
09/24/13	SIEGEL, CRAIG L	Analyze Walter documents to prepare to depose Walter witness (2.1).	2.10	1,627.50
09/24/13	SIEGEL, CRAIG L	Prepare for (.8) and participate in Walter deposition (Tampa) (6.5).	7.30	5,657.50
09/24/13	O'NEILL, P. BRADLEY	Prep for (.6) and meet with MoFo, G. Horowitz, K. Eckstein, P. Bentley re: expert reports (2.5); confer with N. Hamerman re: research (.3); TCF w/ DeMarco, MoFo re: Ocwen depo (1); review memo in burden of proof (1.1); review intercreditor agreement and indenture (1.5); review examiner report (.8); review memo re: claims (.7).	8.50	7,012.50
09/24/13	TRACHTMAN, JEFFREY S.	Edit sections of pretrial order for Phase I of JSN litigation (1.9); emails with D. Blabey, R. Ringer, G. Horowitz, N. Simon, MoFo re: scheduling, witnesses, PTO (1.1).	3.00	2,775.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/24/13	CHERNYAK, YEKATERINA	Additional research (1.5) and draft order of issues for adequate protection (4.5); email with G. Horowitz re: expert report (.2); discuss stipulated facts with D. Blabey (.8).	7.00	4,970.00
09/24/13	BLABEY, DAVID E	Edit pretrial order (1); review cases re liens on general intangibles (2.4); discuss indenture provisions with J. Shifer (.2) and review same (.2); further research re perfection issues (3.7) and discuss same with A. Kaup (.1); discuss stipulated facts with Y. Chernyak (.8).	8.40	6,258.00
09/24/13	SIKES, ALISON	Compile additional John Peterson binder for N. Hamerman.	4.80	1,464.00
09/24/13	GUCCION, MARY K	Review complaint (.1); research impairment issue (3.4); research issue re deficiency claim (2.8); correspondence re: JSN claims with J. Shifer, M. Chass (.8).	7.10	3,976.00
09/24/13	BENTLEY, PHILIP	Meeting w/ G. Horowitz, B. O'Neill, K. Eckstein, FAs and counsel at MoFo re expert reports (2.5), additional review of expert reports (1.0).	3.50	3,132.50
09/24/13	FARBER, PEGGY	Correspond with D. Mannal re: JSN discovery issues (.1); phone conf with J. Morris, A. Goodman, N. Hamerman, E. Lintz re witness statement (.8); draft comments for same on draft witness declaration (1); designate portions of witness transcript (1.2).	3.10	2,309.50
09/24/13	GOODMAN, ALISSA R.	Speak to N. Hamerman re: Farley testimony (.4); Email with team regarding Ruhlin witness statement (.1); email with team regarding committee complaint (.1); review order of proof (1.3); review JSN documents for exhibit list (1.0); participate in call with P. Farber, E. Lintz, N. Hamerman, co-counsel and debtors' counsel regarding Farley witness statement (.8); review Farley deposition transcript (1.6); review expert reports (.8).	6.10	4,331.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/24/13	HAMERMAN, NATAN	Revise orders of proof (2.0); review expert reports (2.5); revise exhibit lists (2.0); confer re Farley testimony with J. Morris, A. Goodman, P. Farber, E. Lintz (.8); confer with B. O'Neill re intercompany claims (.3); confer with A. Kaup re research (.3); confer with A. Miller re legal research for JSN trial (.3); confer with B. O'Neill re same (.3); research re: pretrial order (.8); review expert rebuttal issues (.3); confer with J. Rossell re JSN collateral (.2); confer with A. Goodman re: Farley (.4).	10.20	7,905.00
09/24/13	HOROWITZ, GREGORY A.	Telephonic status conference with Judge Glenn re JSN complaints (.5); meeting at MoFo with co-counsel, B. O'Neill, K. Eckstein, P. Bentley re: review expert reports, strategy (2.5); meeting at MoFo with J. Levitt re trial prep (.4); TC w/ Ocwen counsel, J. Levitt re 30(b)(6) (.5); e-mails w/ B. Fritz re Ocwen deposition, notice issues (.5); monitor Dixon deposition telephonically (partial) (1.7); continue expert report review for trial prep (3.8).	9.90	8,860.50
09/24/13	CHASS, MARK	Review order re motion to dismiss (.8), review debtor outline of arguments re intercompany claims (.7), review memo re burden of proof issues (.6), email M. Guccion re impairment (.3), email correspondence with D. Blabey, S. Zide re JSN indenture (1.4), email corr with J. Shifer re confirmation of plan for non-guarantor grantors (.5), email K. Chin, Fisher re same (.6), research re same (1), email correspondence with M. Guccion re research results, review same (1.1), email corr J. Rosell re Bilateral Facilities and forward schedule re same (.3), correspondence with T. Mayer re plan treatment of JSN's (.3); correspondence re: JSN claims with J. Shifer, M. Guccion (.8).	8.40	6,510.00
09/24/13	SHIFER, JOSEPH A	Correspondence with M. Chass and M. Guccion re JSN claims (.8), confs with D. Blabey re: indenture provision (.2) correspond with B. O'Neill re JSN documents (.5), research re same (1.6).	3.10	2,154.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/24/13	ECKSTEIN, KENNETH H.	Meet at MoFo with G. Horowitz, B. O' Neill, P. Bentley re expert witness reports, Phase 1 trial (2.5)	2.50	2,475.00
09/25/13	LINTZ, EDWARD M	Edit Adequate Protection section of Order of Proof to include deposition testimony and potential exhibits (2.9); further review and edits to same (1.8); meeting with G. Horowitz, D. Blabey, C. Siegel, B. O'Neill, P. Farber, A. Goodman, N. Hamerman, N. Foley from Morrison Foerster, Curtis, and Pachulski re: trial prep (1.5); edit Adequate Protection section of Order of Proof per meeting (0.1); send updated exhibit list per meeting (0.2).	6.50	3,217.50
09/25/13	WOLF, BENJAMIN	Review JSN expert research (1.1); revise summary re same (.3); call with A. Goodman re same (.4).	1.80	1,008.00
09/25/13	WOLF, BENJAMIN	Review JSN expert related documents and email A. Goodman re same.	0.50	280.00
09/25/13	CHERNYAK, YEKATERINA	Additional research of issues for the joint order re: burden of proof (.8); discuss same with D. Blabey (.2), review relevant documents for analysis of intercompany claims (2.9); review adequate protection issues for pretrial order (1.8) and review of relevant documents re: same (.7); monitor portion of JSN Defense counsel call for updates (.8).	7.20	5,112.00
09/25/13	KAUP, ANASTASIA N	Research re: evidentiary issues re: JSN adversary proceeding (3.9); prepare notes re: same (4.0).	7.90	3,910.50
09/25/13	BLABEY, DAVID E	Review J. Trachtman edits to pretrial order (.3); review Curtis inserts to pretrial order (.1); discuss order with Y. Chernyak (.2); review case law on allocation issues (3.9); meeting with JSN defense counsel team, G. Horowitz, E. Lintz, C. Siegel, B. O'Neill, P. Farber, A. Goodman, N. Hamerman, N. Foley re pretrial order and deposition designations (1.5); edit pretrial order re: allocation issues (1.6).	7.60	5,662.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/25/13	SIEGEL, CRAIG L	Analyze Dixon rough transcript and exhibits (1.9); TC W/ A. Goodman re depositions (.1); meet w/ N. Foley about Dixon testimony and experts on goodwill (.4); review expert reports (.7); review draft Marano declaration (1.1); prepare for (.4) and participate in weekly all plaintiffs' counsel strategy meeting with G. Horowitz, D. Blabey, E. Lintz, B. O'Neill, P. Farber, A. Goodman, N. Hamerman, N. Foley (1.8); review asset sale exhibits (1.6) and edit exhibit list (3.2).	11.20	8,680.00
09/25/13	SIKES, ALISON	Continue compiling "John Peterson" binder for N. Hamerman.	1.20	366.00
09/25/13	SIKES, ALISON	Create "James Whitlinger Deposition" and "Jill Horner Deposition" transcript binders for the JSN Core Litigation Team.	1.80	549.00
09/25/13	SIKES, ALISON	Create "Denmar Dixon Deposition" and "Bryan Ziegenfuse Deposition" transcript binders.	0.80	244.00
09/25/13	SIKES, ALISON	Retrieve UCC Release Statements for N. Hamerman.	0.60	183.00
09/25/13	SIKES, ALISON	Assist G. Horowitz with Lara Hall deposition preparation.	5.00	1,525.00
09/25/13	BENTLEY, PHILIP	Review JSN discovery for trial prep.	0.50	447.50
09/25/13	GUCCION, MARY K	Conf. w/ M. Chass re confirmation research (.2); research issues re: JSNs (.8); research confirmation issue (1.6); research impairment issue (1.6).	4.20	2,352.00
09/25/13	O'NEILL, P. BRADLEY	Review indenture and agreement (.7); confer with J. Shifer re: same (.2); TC w/ J. Marines re: same (.3); revise confirmation memo (1); prepare scripts re: agreements (1.2); Meet with G. Horowitz, D. Blabey, C. Siegel, E. Lintz, P. Farber, A. Goodman, N. Hamerman, N. Foley, and co-counsel re: litigation (1.5); review chart re: counterclaims (.3); TC with N. Hamerman re: research (.3).	5.50	4,537.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/25/13	FARBER, PEGGY	Review deposition transcripts (.7); draft summary of hearing for clients (.4); emails with R. Ringer, N. Hamerman, T. Goren & G. Horowitz re expert reports (.2); email with G. Horowitz re upcoming deposition (.1); emails with N. Foley re expert reports (.1); review revisions on certain deposition designations (1.4); meeting with G. Horowitz, D. Blabey, C. Siegel, E. Lintz, B. O'Neill, A. Goodman, N. Hamerman, N. Foley, and co-counsel re: litigation (1.5); follow up with C. Siegel re: same (.1). emails with G. Horowitz & Alix Partners re rebuttal (.1); review draft trial statements (.8); draft stipulation (.8), meet w/ G. Horowitz, third-party attorneys re same (.3), emails with G. Horowitz re: stipulation language (.5).	7.00	5,215.00
09/25/13	GOODMAN, ALISSA R.	Email with C. Siegel regarding Walter deposition (.1); email with S. Engelhardt regarding Farley witness statement (.2); email with C. Seigel, D. Blabey, B. O'Neill regarding Ruhlin witness statement (.2); email with R. Feinstein regarding causes of action (.2); email with J. Levitt regarding deadlines (.1) email with C. Seigel, D. Blabey, B. O'Neill regarding deposition designations (.1); review expert reports (.7); review expert background materials (.5); review Farley deposition transcript (2.9); speak to B. Wolf about expert background materials (.4); correspond with N. Hamerman re: same (.2); review Farley witness statement (1.3); participate in team meeting with co-counsel, G. Horowitz, D. Blabey, E. Lintz, B. O'Neill, P. Farber, C. Siegel, N. Hamerman, N. Foley (1.5); review JSN documents for exhibit list (1); speak to C. Siegel re: Walter depo prep (.1); speak to N. Foley re: same (.1); review order of proof for exhibit list (.4).	10.00	7,100.00
09/25/13	PHILLIP, RENEE	Assemble binders of documents referenced in Taylor expert report per attorney request.	3.00	915.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/25/13	HAMERMAN, NATAN	Review depo designations (.5); revise order of proof (2.0); review of exhibit list and provide suggestions (2.0); attend part of meeting with G. Horowitz, D. Blabey, C. Siegel, B. O'Neill, P. Farber, A. Goodman, E. Lintz, N. Foley and co-counsel re: strategy (1.0); review witness statement drafts (1.0); confer with B. O'Neill re interco claims (.3); edit pretrial order re: same (.7).	7.50	5,812.50
09/25/13	HOROWITZ, GREGORY A.	Review TDR documents (.5); tc w/ J. Brown, M. McKane, J. Levitt re 30(b)(6) issues (.8); meet with M. Moscato, T. Goren re Ocwen dep (.7); attend Ocwen dep (6.5); JSN full team meeting with E. Lintz, D. Blabey, C. Siegel, B. O'Neill, P. Farber, A. Goodman, N. Hamerman, and co-counsel re: trial strategy (1.5); correspond w/ B. O'Neill re confirmation discovery issues (.5); TC w/ J. Brown re tax witness issue (.6); meet with P. Farber re same(.3); tc w/ M. Puntus re rebuttal (.5); revise and send proposed stip language to J. Brown (.5).	12.40	11,098.00
09/25/13	FOLEY, NICOLE	Remotely attend Ocwen depo (2.7); review legal issues re: same (2.1); conduct legal research re: same (2.8); e-mail D. Blabey, C. Siegel, N. Hamerman and A. Goodman re: same (0.1); review APA exhibit list issues (2.4); disc. w/ C. Siegel re: same (.4); create chart of APA related exhibits (1.1); e-mail E. Tobin re: same (0.1).	11.70	7,663.50
09/25/13	SHIFER, JOSEPH A	Draft contentions re JSN collateral (2.6), confs (.2) and emails (.6) with B. O'Neill re same.	3.40	2,363.00
09/25/13	ECKSTEIN, KENNETH H.	Call with G. Uzzi re: Phase I trial (.7); call with L. Kruger re: same (.5).	1.20	1,188.00
09/26/13	SIKES, ALISON	Assist G. Horowitz with material at Lara Hall deposition	1.30	396.50
09/26/13	SIKES, ALISON	Create "Denmar Dixon Deposition" and "Bryan Ziegenfuse Deposition" transcript binders for the JSN Core Litigation Team.	0.60	183.00
09/26/13	SIKES, ALISON	Assist P. Farber with retrieving documents cited in Siegert Expert Report.	0.80	244.00
09/26/13	LINTZ, EDWARD M	Review testimony from experts to prepare for at trial.	1.40	693.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/26/13	ALLARD, NATHANIEL	Correspond w/ D. Bessner re: expert reports (.3).	0.30	127.50
09/26/13	KAUP, ANASTASIA N	Research re: evidentiary issues for JSN trial (2.7) revise summary re: same (1.5); emails w/ N. Hamerman re: same (.2).	4.40	2,178.00
09/26/13	BLABEY, DAVID E	Emails with G. Horowitz and B. O'Neill re stip with AFI and JSNs (.2); call with Debtors re Phase II prep (1.1); discuss pretrial order edits with Y. Chernyak (.9); edits to pretrial order (4.5).	6.70	4,991.50
09/26/13	BESSNER, DEBORAH	Email Y. Chernyak the declaration of John Morris.	0.20	59.00
09/26/13	SIEGEL, CRAIG L	Research (2) and edit (2.1) Marano statement; revise stipulation (.6); Walter depo designations (2.1); TC with A. Goodman re: exhibits (.1) prepare for (.2) and participate in (1.1) call with B. O'Neill, G. Horowitz and Alix re: expert depositions (.6) analyze potential trial exhibits with N. Foley (.7).	9.50	7,362.50
09/26/13	FARBER, PEGGY	Revise witness transcript designation (.3); revise exhibit list (.5); analyze documents re: opposition report (3.5); gather materials related to expert background (.3); meet with Alix and G. Horowitz re opposition report (2.8).	7.40	5,513.00
09/26/13	GOODMAN, ALISSA R.	Gather exhibits in prep for trial (1.4) and review (2.4) exhibit list; Emails with P. Farber, P. Bentley, B. O'Neill, D. Blabey regarding trial exhibits (.6); speak to J. Rosell re: exhibit list (.3); supervise gathering of and review expert background materials (2.3); participate in call regarding exhibit list (.5); review Farley transcript (.5); edit Farley witness statement (3.5).	11.50	8,165.00
09/26/13	PHILLIP, RENEE	Create document of designated quotes from Dixon deposition (2.5). Conduct Relativity search for bates-stamped versions of relevant JSN presentations (2).	4.50	1,372.50
09/26/13	HAMERMAN, NATAN	Review expert reports (1.5); revise release project (1.0); revise exhibits (1.0); edit of declaration of Farley (1.0); edit declaration of Marano (1.0); revise pre-trial order (1.5).	7.00	5,425.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/26/13	CHERNYAK, YEKATERINA	Continue drafting portions of Joint Order of Issues re: JSN claims and issues with JSN liens/collateral (3.9); review (2.0); edit same (3.3); research re: same (2.1).	11.30	8,023.00
09/26/13	HOROWITZ, GREGORY A.	Attend L. Hall deposition (7.0); tc w/ J. Levitt, D. Zensky re experts (.3); Attend portion of TC w/ Alix, B. O'Neill, C. Siegel re expert review (.6); review prepetition CVP decks (.6); review Taylor report (1.5); meet with J. Finnerty, M. Arango, P. Farber re rebuttal report (2.8); review Houlihan materials re: Phase I trial (1.5).	14.30	12,798.50
09/26/13	FOLEY, NICOLE	Analysis of APA documents re: relevance to Phase I trial issues (3.9); review exhibit list issues (4.0); review Taylor expert report (1.4)	9.30	6,091.50
09/26/13	O'NEILL, P. BRADLEY	TCF w/ Alix, C. Siegel, G. Horowitz re: expert reports (1.1); emails with team re: tax stip (.4); review Fazio report (1.3).	2.80	2,310.00
09/27/13	SIEGEL, CRAIG L	Edit Marano witness statement (1.8); analyze Ocwen depo (2.0); and proposed designations (.9); review asset sale exhibits and exhibit list (2.3); analyze auction transcripts (.4); Dixon designations (1.1); TC with G. Horowitz re: depositions (.2).	8.70	6,742.50
09/27/13	FARBER, PEGGY	Phone call with J. Berman re designations (.2); emails with J. Berman, J. Levitt, G. Horowitz, re designations (.5); phone call with R. Abdelhamid re expert materials (.2); emails with AlixPartners and follow up with correspondence re expert materials (.4); email with G. Horowitz, J. Morris, J. Levitt re deposition designations (.2); revise section of exhibit list (3.6); distribute documents from experts for upload to database (.3); designate portions of certain witness transcript (4.1).	9.50	7,077.50
09/27/13	BLABEY, DAVID E	Revise pretrial order re: comments from G. Horowitz and J. Trachtman (1.8); discuss same with G. Horowitz and J. Trachtman (.7); further edits to order re: same (1).	3.50	2,607.50
09/27/13	GOODMAN, ALISSA R.	Review Farley witness statement for accuracy (2.1); edit Farley witness statement re: same (3.8); review email re: trial exhibits (.2); correspond with G. Horowitz re: Farley direct (.1).	6.20	4,402.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/27/13	GUCCION, MARY K	T/c w/ M. Chass re confirmation research relating to JSN's (.6); conduct research re: same and re: JSN treatment under the plan (.9).	1.50	840.00
09/27/13	PHILLIP, RENEE	Update list of deposition designations per attorney request.	0.90	274.50
09/27/13	HAMERMAN, NATAN	Review expert reports (1.5); revise release project (1.0); review exhibits (1.0); analyze declaration of Farley (1.0); review declaration of Marano (1.0); edit pre-trial order re: same (1.5).	7.00	5,425.00
09/27/13	BESSNER, DEBORAH	Email Y. Chernyak the FDA and sale motion.	0.10	29.50
09/27/13	CHERNYAK, YEKATERINA	Continue drafting order of issues, including aggregation and collateral issues (6.2); input comments from D. Blabey re: same (1.1); research re: to issues of aggregation of collateral (1.8).	9.10	6,461.00
09/27/13	TRACHTMAN, JEFFREY S.	Edit PTO draft re: JSN Phase I issues (2.6); emails with D. Blabey, N. Allard, G. Horowitz re: PTO, trial prep, expert witnesses (1.3).	3.90	3,607.50
09/27/13	BENTLEY, PHILIP	Prep for Winn deposition (2.8) and review relevant produced documents (2.7) re: same; review docs re: JSN and trial prep (.2).	5.70	5,101.50
09/27/13	HOROWITZ, GREGORY A.	Confer with C. Siegel re Walter, Ocwen issues in connection w/. trial prep (1.0); TC w/ D. Zensky, J. Levitt, J. Morris, C. Short re expert deps (.4); review Taylor report (2.0); review exhibit list issues (1.2); review Farley direct (1.0); review PTO draft to comment on same (2.5); review Marano draft (1.5); confer with D. Blabey, J Trachtman re PTO issues (.7); TC w/ J. Levitt re same (.4); investigate Houlihan prepetition presentation (.8).	11.50	10,292.50
09/27/13	SIKES, ALISON	Create "All Deposition Transcript" binders for G. Horowitz, P. Bentley, and B. O'Neill.	1.20	366.00
09/27/13	SIKES, ALISON	Create "Denmar Dixon Transcript" Binders for N. Hamerman and C. Siegel	0.70	213.50
09/27/13	SIKES, ALISON	Create "Bryan Ziegenfuss Transcript" Binders for N. Hamerman and C. Siegel	0.70	213.50
09/27/13	SIKES, ALISON	Update JSN Litigation team calendar for Y. Chernyak and C. Siegel.	1.30	396.50
09/27/13	SIKES, ALISON	Update JSN Litigation Binder with new documents filed with the Court.	0.60	183.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/27/13	FOLEY, NICOLE	Analysis of APA documents produced in connection with JSN trial re: relevance to same (1.3); review exhibit list issues (3.2); edits to chart re: same (0.4); e-mail and t/c w/ C. Siegel re: same (0.3); exchange multiple e-mails w/ P. Farber, E. Tobin and Alix Partners re: Puntus (0.3); e-mail w/ G. Horowitz, J. Levitt and E. Tobin re: APA exhibits (0.1); review additional APA exhibit issues (3.1); review asset sale related presentations (1.5); e-mail E. Tobin re: additional exhibits (0.1).	10.30	6,746.50
09/27/13	RINGER, RACHAEL L	Review pretrial brief for JSN litigation (.4), emails with C. Siegel re; JSN documents for depositions (.2)	0.60	336.00
09/28/13	FARBER, PEGGY	Designate portions of transcripts for certain witnesses testifying in Phase I trial(1.2); review certain transcript for evidence on specific issue (.4); draft and email question to G. Horowitz, J. Levitt, Moscato re admission in certain deposition (.4); revise on depo designation (1); draft trial affidavit to third party (.4); draft portions of witness declaration (.6); circulate designations to common interest legal team for comment (.1); revise designations accordingly (.3); circulate designations to opposing counsel (.2).	4.60	3,427.00
09/28/13	GOODMAN, ALISSA R.	Review Farley deposition designations (.5); review Winn expert report (.5); email with N. Hamerman regarding order of proof (.1); email with D. Blabey, B. O'Neill, G. Horowitz, P. Bentley, C. Siegel regarding CFDR (.2); email with same regarding expert reports (.2) email with H5 regarding JSN documents (.1); email with P. Farber regarding deposition designations (.1).	1.70	1,207.00
09/28/13	O'NEILL, P. BRADLEY	Review expert reports in prep for JSN Phase I trial.	3.20	2,640.00
09/28/13	PHILLIP, RENEE	Create and update list of Hall deposition designations.	1.20	366.00
09/28/13	TRACHTMAN, JEFFREY S.	Comment on draft PTO for Phase I of JSN litigation.	1.10	1,017.50
09/28/13	BENTLEY, PHILIP	E-mails w/ G. Horowitz, B. O'Neill, D. Blabey re depositions and trial prep.	0.40	358.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/28/13	HOROWITZ, GREGORY A.	Review new Winn reports (2.5); e-mails with JSN team, P. Bentley, B. O'Neill, D. Blabey, A. Goodman, C. Siegel re analysis of same (.3); comment on Hall designations (.7); review valuation treatises (1.5).	5.00	4,475.00
09/28/13	FOLEY, NICOLE	Review prior Taylor testimony (3.4); review exhibit list issues (1.7)	5.10	3,340.50
09/29/13	BLABEY, DAVID E	Edit pretrial order to incorporate J. Trachtman comments.	2.00	1,490.00
09/29/13	GOODMAN, ALISSA R.	Speak to G. Horowitz and N. Hamerman re: collateral issues (.5); review edits to Farley witness statement (.2); Email with D. Blabey, B. O'Neill, N. Hamerman, G. Horowitz, C. Siegel regarding exhibit lists (.2); email with J. Morris and N. Hamerman regarding Farley witness statement (.5).	1.40	994.00
09/29/13	FARBER, PEGGY	Emails with J. Rosell, E. Tobin, Alix Partners re exhibit issues (.5); email w/ N. Hamerman re update (.1); email C. Siegel, A. Goodman, N. Hamerman re opposing counsel's production (.3); revise witness declaration (2.6).	3.50	2,607.50
09/29/13	BENTLEY, PHILIP	E-mails w/ B. O'Neill and D. Blabey re depositions and trial prep.	0.20	179.00
09/29/13	HOROWITZ, GREGORY A.	Review Citi MSR, lien release issues (2.8); Correspondence w/ P. Bentley, D. Blabey, C. Siegel, A. Goodman, P. Farber, N. Hamerman, B. O'Neill re Winn (1.0); TC with N. Hamerman, A. Goodwin re collateral issues (.5); review adequate protection analysis (1.5); edit Marano direct (3.0).	8.80	7,876.00
09/29/13	MANNAL, DOUGLAS	TCF w/ R. Schrock and N. Ornstein of Kirkland re: JSN paydown, JSN litigation status and other confirmation issues (.7); follow-up correspondence w/ S. Zide (.3); email K. Eckstein summary re: same (.4).	1.40	1,155.00
09/30/13	LINTZ, EDWARD M	Review JSN designations on J. Horner deposition transcript (1.0) and draft proposed counter-designations(.8); correspondence with P. Bentley re: proposed counter-designations (0.2); phone conference with G. Horowitz, N. Hamerman, A. Goodman, C. Siegel, P. Farber and attorneys at Curtis, Morrison Foerster, and Pachulski to review JSN trial exhibit list (.8).	2.80	1,386.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/30/13	KAUP, ANASTASIA N	Research re: evidentiary issues in JSN adversary proceeding (2.4); draft notes re: same (1.8).	4.20	2,079.00
09/30/13	AMSTER, JASON S	Review JSN security paragraphs of pretrial order.	1.70	1,232.50
09/30/13	ALLARD, NATHANIEL	Correspond w/ S. Zide re: JSN litigation documents (.3).	0.30	127.50
09/30/13	WOLF, BENJAMIN	Review JSN deposition related documentation (3.1); emails to and with N. Hamerman re same (.3).	3.40	1,904.00
09/30/13	CHERNYAK, YEKATERINA	emails w/ D. Blabey re: joint pretrial order (1.5); further revisions to Joint Order of Issues re: comments from KL team (3.2); review related documents re: same (1.3); calls with D. Blabey, N. Hamerman re: same (.6); meet with S. Zide re: same (1.5); discussions with D. Blabey re: edits of stipulated facts (.9).	9.00	6,390.00
09/30/13	MILLER, ASHLEY S	Legal research re: issues relating to MMLPSA claims (2); draft findings of MMLPSA claim research (3.5); further write up findings of MMLPSA claim research (3).	8.50	5,185.00
09/30/13	BLABEY, DAVID E	Discuss stipulated facts for pretrial order with Y. Chernyak and N. Hamerman (.6) and J. Trachtman (.1); review and implement S. Zide comments to pretrial order (1.5); meet with K. Eckstein, J. Trachtman, G. Horowitz, S. Zide re pretrial order (2.5) and meet with J. Trachtman and G. Horowitz to discuss restructuring same (1); further discussion of edits to same with Y. Chernyak (.9); edits to stipulated facts (1.4).	8.00	5,960.00
09/30/13	FARBER, PEGGY	Emails with C. Siegel, MoFo, Curtis re transcripts (.1); draft witness declaration, organizing exhibits and statements (7.6); Phone Conf with G. Horowitz, A. Goodman, E. Lintz, N. Hamerman, C. Siegel re: exhibit, designation objections (.8)	8.50	6,332.50
09/30/13	GUCCION, MARY K	Research confirmation issue relating to JSN treatment (2.9); draft email memo to M. Chass re same (.4); commence drafting memo to B. O'Neill, P. Bentley, D. Blabey, C. Siegel, A. Goodman, N. Hamerman, G. Horowitz re same (2.8).	6.10	3,416.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/30/13	O'NEILL, P. BRADLEY	CF w/ G. Horowitz re: status of trial prep (.4); meet with G. Horowitz, K. Eckstein, S. Zide, D. Mannal re: same (1.3); revise Mesirow testimony (2); CF w/ D. Blabey re: pretrial order (.2); review Farley declaration (1.5); CF w/ N. Hamerman re: same (.2).	5.60	4,620.00
09/30/13	BENTLEY, PHILIP	Prepare for Winn deposition in connection with JSN Phase I trial (1.3) and review relevant produced docs re same (1.5); review Horner dep designations to consider potential counter-designations and objections (1.2), and correspondence with C. Siegel, E. Lintz re same (0.2); review docs and memos re JSN expert and trial prep issues (0.3).	4.50	4,027.50
09/30/13	HOROWITZ, GREGORY A.	Meet with B. O'Neill re JSN issues in prep for trial (.4); e-mails re exhibit objections with B. O'Neill, P. Bentley, D. Blabey (.5); Tc w/ T. Farley, M. Renzi, J. Levitt re lien release issue (1.0); review Houlihan ad hoc presentation (.4); meet with K. Eckstein, D. Mannal, B. O'Neill, S. Zide re trial prep (1.3); TC with JSN team, E. Lintz, N. Hamerman, A. Goodman, P. Farber, C. Siegel re exhibit lists (.8); review draft Puntus rebuttal report (1.0); e-mails w/ B. Carney re courtroom technology (.7); TC w/ CVP, J. Levitt re Puntus rebuttal (1.4); TC w/ K. Chin re collateral issues (.5); review LOC amendment (.6); meet with K. Eckstein, J. Trachtman, D. Blabey, S. Zide re pretrial submissions (2.5); meet with D. Blabey, J. Trachtman re same (2.5); TC w/ N. Hamerman re same (.5); e-mails w/ J. Levitt, N. Hamerman re same (.6); review trial logistic arrangements (.2), e-mails D. Blabey, S. Zide, K. Eckstein, J. Trachtman, B. O'Neill re same (.1).	15.00	13,425.00
09/30/13	ZIDE, STEPHEN	Comment on JSN pre-trial order (3). Meet with K. Eckstein, D. Mannal, G. Horowitz and B. O'Neill re status of JSN litigation (1.3); follow up meeting with G. Horowitz, K. Eckstein, J. Trachtman, and D. Blabey re preparation for JSN trial and pre trial order (2.5); follow up correspondence with K. Eckstein and D. Mannal re same (1.5). Meet with Y. Chernyak re pretrial stipulation (1.5).	9.80	7,301.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/30/13	ECKSTEIN, KENNETH H.	Review expert reports for Phase I (1.0), comment on same (.5).	1.50	1,485.00
09/30/13	SIKES, ALISON	Create "Lara Hall Deposition Transcript" binders for N. Hamerman.	0.50	152.50
09/30/13	SIKES, ALISON	Speak with John Natividad at Alix Partners about searching techniques in preparation for trial.	0.50	152.50
09/30/13	SIKES, ALISON	Compile binders of Puntus and Winn Expert Reports for N. Hamerman.	0.30	91.50
09/30/13	FOLEY, NICOLE	Analysis of Levine expert report (2.1); review of Taylor prior testimony (2.4); review JSN proposed exhibit list (1.1).	5.60	3,668.00
09/30/13	SIEGEL, CRAIG L	Draft Dixon counter designations (2.0); objections re: same (2.1); analyze Houlihan asset sale/DIP decks (.8); TC with A. Goodman re: Farley statement (.1); draft and email list of objections (.1); prepare for and participate in plaintiffs counsel call re: objections (1.1); TCs with E. Lintz and P. Farber re: objections (.2); TC with P. Bentley re: Horner and objections (.1); TC with R. Abdelhamid re: counter designations (.2).	6.70	5,192.50
09/30/13	HAMERMAN, NATAN	Correspondence with G. Horowitz, A. Goodman, JSN Team re: Farley witness for Phase I (1.0); review lien release project (2.5); correspond with N. Simon re Phase 2 trial (1.5); draft deposition designations (.5); revise Farley declaration (2.0); review Farley transcript (1.5); revise pre-trial order (1.1); confer with B. Wolf re document review (.5); conference call with C. Siegel, P. Farber, A. Goodman, E. Lintz, G. Horowitz re: exhibits (.8), t/c with G. Horowitz re: pretrial submissions (.5).	11.90	9,222.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/30/13	GOODMAN, ALISSA R.	Email with E. Tobin regarding exhibit lists (.4); email with N. Hamerman, J. Morris, and J. Rosell regarding releases (.5); email with JSN team regarding trial logistics (.1); participate in part of call with counsel and T. Farley regarding releases (.7); speak to C. Siegel regarding case management (.2); edit Marano witness statement (2.2); participate in call with C. Siegel, P. Farber, E. Lintz, G. Horowitz, N. Hamerman regarding exhibit lists (.8); review T. Farley witness statement (.1); review materials on experts (.9); participate in call with co-counsel re: same (.7).	6.60	4,686.00
09/30/13	PHILLIP, RENEE	Create chart of counter-designations and objections to opposing counsel's designations for Dixon deposition.	3.00	915.00
09/30/13	MANNAL, DOUGLAS	Office conference with K. Eckstein, G. Horowitz, B. O'Neill and S. Zide re: JSN litigation and discovery (1.3); TCF w/ G. Uzzi and K. Eckstein re: JSN litigation discovery issues (.6); emails with K. Eckstein re: same (.1).	2.00	1,650.00
09/30/13	ECKSTEIN, KENNETH H.	Meet with G. Horowitz, S. Zide, D. Mannal, B. O'Neill re JSN fact discovery, expert discovery, motions, stipulations, contentions, trial issues (1.3); follow up call with D. Mannal, G. Uzzi re: JSN discovery (.6); emails with D. Mannal re: same (.1).	2.00	1,980.00
09/30/13	ECKSTEIN, KENNETH H.	Meet with J. Trachtman, D. Blabey, S. Zide, G. Horowitz re JSN stip and order and contentions (2.3).	2.30	2,277.00
09/30/13	TRACHTMAN, JEFFREY S.	Correspondence with D. Blabey and G. Horowitz re: outline of PTO for JSN Phase I trial (1.1); edit PTO draft including review other suggested changes from KL team (1.5); emails with D. Blabey, G. Horowitz, K. Eckstein, R. Ringer, S. Zide re: PTO and expert (1.3).	<u>3.90</u>	<u>3,607.50</u>
TOTAL			<u>2,343.90</u>	<u>\$628,529.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

December 11, 2013
Invoice No. 636290

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	18.70	18,513.00
MANNAL, DOUGLAS	PARTNER	16.00	13,200.00
FREJKA, ELISE S	SPEC COUNSEL	10.70	8,399.50
ZIDE, STEPHEN	ASSOCIATE	16.00	11,920.00
SHIFER, JOSEPH A	ASSOCIATE	1.90	1,320.50
BLABEY, DAVID E	ASSOCIATE	3.20	2,384.00
RINGER, RACHAEL L	ASSOCIATE	44.30	24,808.00
ALLARD, NATHANIEL	ASSOCIATE	23.70	10,072.50
TOTAL		<u>134.50</u>	<u>\$90,617.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/03/13	ALLARD, NATHANIEL	Draft portions of Committee update email re: [REDACTED] (.8), correspond w/ R. Ringer re: same (.1); review draft update email prior to circulation to Committee (.3), correspond w/ S. Zide, R. Ringer re: same (.2).	1.40	595.00
09/03/13	ZIDE, STEPHEN	Revise update email to Committee [REDACTED] (.7); emails with R. Ringer re same (.4).	1.10	819.50
09/03/13	RINGER, RACHAEL L	E-mails with K. Handley, K. Tatz re: case inquiries (.2), e-mails with K. Eckstein, S. Zide and D. Mannal re: 9/4 Committee meeting agenda (.2), draft Committee update e-mail re: hearing update, 9/4 Committee meeting agenda, claim objections (.6), revise same (.5), e-mails with S. Zide, D. Mannal re: same prior to circulation to Committee (.6)	2.10	1,176.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/03/13	ECKSTEIN, KENNETH H.	Review agenda for 9/4 Committee meeting, correspond with R. Ringer, D. Mannal re same (.7).	0.70	693.00
09/04/13	ALLARD, NATHANIEL	Draft Committee meeting minutes re: 9/4 meeting (1.1).	1.10	467.50
09/04/13	ZIDE, STEPHEN	Revise UCC update email on [REDACTED] (.4); emails with R. Ringer re same (.1). Participate on UCC call re [REDACTED] (2).	2.50	1,862.50
09/04/13	RINGER, RACHAEL L	Draft bulletpoints in preparation for Committee call re: [REDACTED] (.2), prepare for (.3) and attend (2.0) Committee call re: [REDACTED]; review presentation to UCC re: [REDACTED] (.9), draft Committee update e-mail re: [REDACTED] (.6), draft Committee update e-mail re: [REDACTED] (.4), e-mails with S. Zide re: Committee update on [REDACTED] (.5), e-mail and call with P. Bentley re: [REDACTED] Committee update (.3), revise same (.6)	5.80	3,248.00
09/04/13	BLABEY, DAVID E	Attend committee call re: [REDACTED] (2) and follow up discussion with K. Eckstein and D. Mannal re same (.4).	2.40	1,788.00
09/04/13	MANNAL, DOUGLAS	Prep for (1.5) and attend UCC meeting re: [REDACTED] (2.0); revise update email re: same prior to circulation to Committee (.3); follow up discussion with K. Eckstein and D. Blabey re: same (.4).	4.20	3,465.00
09/04/13	ECKSTEIN, KENNETH H.	Prep for Committee call (.2), review agenda re: same (.2), discussion with D. Blabey and D. Mannal re same (.4); prepare for (1.5) and lead Committee call re: [REDACTED] (2.0).	4.30	4,257.00
09/05/13	MANNAL, DOUGLAS	TCF w/ UCC member re: [REDACTED] (.9); TCF w/ UCC member re: [REDACTED] (1.1).	2.00	1,650.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/09/13	ALLARD, NATHANIEL	Draft Committee update email re: [REDACTED] [REDACTED] (1.2), correspond w/ R. Ringer, S. Zide, D. Mannal re: same (.3); revise August & September Committee meeting minutes per R. Ringer comments (.6), correspond w/ R. Ringer, S. Zide re: same (.3).	2.40	1,020.00
09/09/13	ZIDE, STEPHEN	Review UCC email update re: [REDACTED] (.2)	0.20	149.00
09/09/13	RINGER, RACHAEL L	Review August and September UCC meeting minutes (.5)	0.50	280.00
09/10/13	ZIDE, STEPHEN	Revise Committee email update re [REDACTED] and email R. Ringer re same (.1)	0.10	74.50
09/10/13	RINGER, RACHAEL L	Draft agenda for UCC call (.2), draft Committee update e-mail re: [REDACTED] [REDACTED] (.5), e-mails with J. Shifer re: same (.3), revise same (.2)	1.20	672.00
09/10/13	ECKSTEIN, KENNETH H.	Review agenda for 9/12 Committee meeting (.2), correspondence with D. Mannal, R. Ringer re same (.7); review deposition summaries in preparation for same (1.2)	2.10	2,079.00
09/11/13	ALLARD, NATHANIEL	Prepare for Committee Co-Chair call re: 9/12 Committee meeting agenda (.3), prepare for 9/12 Committee call re: [REDACTED] (.4); revise August meeting minutes per S. Zide comments (.4); draft summary of [REDACTED] for Committee update email (.4).	1.50	637.50
09/11/13	SHIFER, JOSEPH A	Attend part of co-chair call [REDACTED] (1.0)	1.00	695.00
09/11/13	SHIFER, JOSEPH A	Draft committee update email re [REDACTED] (.7), revisions to committee email re: same prior to circulation to Committee (.2)	0.90	625.50
09/11/13	FREJKA, ELISE S	Review draft Committee update (.1); revise update to Committee regarding [REDACTED] [REDACTED] (.2); review Debtors' presentation to the Committee regarding [REDACTED] (.8).	1.10	863.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/11/13	ZIDE, STEPHEN	Participate on co-chair call re [REDACTED] [REDACTED] (1.1), review status of [REDACTED] [REDACTED] (.7), correspond w/ K. Eckstein re: same (.4). Review (.1) and revise update on [REDACTED] [REDACTED] (.3). Revise UCC update on [REDACTED] [REDACTED] (.6).	3.20	2,384.00
09/11/13	ZIDE, STEPHEN	Review and revise UCC minutes for 8/20 (.4).	0.40	298.00
09/11/13	MANNAL, DOUGLAS	Prep for (.2) and attend co-chair call in advance of 9/12 UCC call (1.1)	1.30	1,072.50
09/11/13	RINGER, RACHAEL L	E-mails with D. Mannal re: Committee updates/minutes re: [REDACTED] (.9), draft agenda for 9/12 Committee call (.3), e-mail with Committee members re: [REDACTED] [REDACTED] (.2), prepare for (.5) and attend (.8) portion of co-chair call re: 9/12 meeting. Draft hearing update for Committee update e-mail (1.5); revise same (.5), e-mails with D. Mannal and S. Zide re: same (.2), further revise same (.4).	5.30	2,968.00
09/11/13	ECKSTEIN, KENNETH H.	Review agenda for 9/12 Committee call (.2); correspond with R. Ringer and D. Mannal re same (.7), call with co-chair re agenda for 9/12 Committee meeting (1.1).	2.00	1,980.00
09/12/13	ALLARD, NATHANIEL	Draft Committee meeting minutes re: 9/12 Committee meeting (.9).	0.90	382.50
09/12/13	MANNAL, DOUGLAS	Prep for (.4) and attend UCC call re: [REDACTED] (4.1)	4.50	3,712.50
09/12/13	ZIDE, STEPHEN	Participate in portion of UCC call re [REDACTED] [REDACTED] (3.7); follow up correspondence with K. Eckstein and D. Mannal re same (.5).	4.20	3,129.00
09/12/13	FREJKA, ELISE S	Participate in portion of Committee call re: [REDACTED] (3.1).	3.10	2,433.50
09/12/13	RINGER, RACHAEL L	Prepare for (.3) and attend (4.0) Committee call re: confirmation issues, JSN issues; update Committee contact list (.5); e-mail with K. Eckstein re: Committee update (.3).	5.10	2,856.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/12/13	ECKSTEIN, KENNETH H.	Prepare for (.9) and lead (4.1) Committee call w/ full agenda, [REDACTED]; emails w/ R. Ringer re: Committee update (.3).	5.30	5,247.00
09/13/13	ALLARD, NATHANIEL	Draft 9/12 Committee meeting minutes (.7), correspond w/ R. Ringer re: same (.1), review August Committee meeting minutes (.5), correspond w/ S. Zide, R. Ringer re: same (.3); review Committee emails re: [REDACTED] (.5).	2.10	892.50
09/13/13	RINGER, RACHAEL L	Revise e-mail to Committee/Consenting claimants re [REDACTED] (.2), e-mails with Committee re: [REDACTED] (.2), e-mail to Committee members re: [REDACTED] (.4), further update contact list with consenting claimants (.5), e-mail Committee contact list to J. Brodsky (.3), draft confidentiality agreement with Quest (.6), revise same (.8), e-mails with D. Mannal and S. Zide re: same (.4), further revise same (.6), e-mail to J. Brodsky re: same (.2), draft summary of [REDACTED] for Committee members (1.5).	5.70	3,192.00
09/14/13	ZIDE, STEPHEN	Review update on [REDACTED] (.2); emails with R. Ringer re summary of same for Committee update email (.1).	0.30	223.50
09/14/13	RINGER, RACHAEL L	Revise update e-mail to Committee members re: [REDACTED] (.5).	0.50	280.00
09/15/13	ZIDE, STEPHEN	Emails with R. Ringer and N. Allard re Committee meeting minutes (.3); review and revise minutes from 8/21 meeting (.4).	0.70	521.50
09/16/13	ALLARD, NATHANIEL	Draft (.7) and further revise (1.1) August and September Committee minutes for circulation to Committee; correspond w/ S. Zide, R. Ringer re: same (.5); further review same (.4), draft Committee update re: same (.1).	2.80	1,190.00
09/16/13	ZIDE, STEPHEN	Emails with D. Mannal and R. Ringer re open UCC matters and canceling UCC call (.2). Review and revise Committee meeting minutes from 8/14, 8/20, 8/21 and 8/22 (1); discussions with N. Allard and R. Ringer re same (.5).	1.70	1,266.50
09/16/13	ZIDE, STEPHEN	Review UCC update re: summary of recently filed pleadings and email R. Ringer re same (.2).	0.20	149.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/16/13	FREJKA, ELISE S	Draft summary of [REDACTED] for UCC update (2.1); emails with D. Mannal regarding same (.2).	2.30	1,805.50
09/16/13	RINGER, RACHAEL L	Draft meeting minutes for August and September Committee meetings (2.2), draft update e-mail re: [REDACTED] (.3), numerous revisions to same (.5), e-mails with D. Mannal and S. Zide re: same (.3), review meeting minutes, discussions with S. Zide and N. Allard re: same (.5).	3.80	2,128.00
09/17/13	ALLARD, NATHANIEL	Correspond w/ S. Zide, R. Ringer re: August Committee meetings (.4); Review Committee update email re [REDACTED] meeting minutes, [REDACTED] (.4), correspond w/ J. Shifer, S. Zide, R. Ringer re: same (.5).	1.30	552.50
09/17/13	ZIDE, STEPHEN	Discussions with R. Ringer and N. Allard re UCC meeting minutes (1).	1.00	745.00
09/17/13	FREJKA, ELISE S	Revise summary of [REDACTED] for Committee update email.	0.80	628.00
09/17/13	RINGER, RACHAEL L	Numerous e-mails with D. Mannal re: Committee update e-mail (.5), draft same re: [REDACTED] t(.5).	1.00	560.00
09/18/13	ALLARD, NATHANIEL	Draft Committee update email section re: [REDACTED] (.4), review Committee update email and correspond w/ R. Ringer re: same (.5).	0.90	382.50
09/18/13	FREJKA, ELISE S	Update Committee update regarding [REDACTED]	0.30	235.50
09/18/13	RINGER, RACHAEL L	Draft (.4) and revise (.2) update e-mail re: [REDACTED], e-mails with D. Mannal re: same (.4), revise same (.4), e-mails with E. Frejka re: same (.4).	1.80	1,008.00
09/19/13	ALLARD, NATHANIEL	Review pleadings for (1.2) and draft Committee update email re: [REDACTED] (.6), correspond w/ R. Ringer re: same (.2).	2.00	850.00
09/19/13	RINGER, RACHAEL L	Draft Committee update e-mail re: [REDACTED] (1.0), numerous e-mails with D. Mannal re: same (.7), revise same prior to circulation to Committee (.5).	2.20	1,232.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/20/13	ALLARD, NATHANIEL	Draft portion of Committee update email re: [REDACTED] (.5) correspond w/ R. Ringer re: same (.2). Review Committee update email prior to circulation re: [REDACTED] (.3).	1.00	425.00
09/20/13	FREJKA, ELISE S	Draft Committee update regarding [REDACTED] (2.1); discuss same with R. Ringer (.2); revise update to provide historical perspective (.3); comment on Committee update regarding [REDACTED] (.1).	2.70	2,119.50
09/20/13	RINGER, RACHAEL L	Draft Committee update e-mail re: [REDACTED] (1.5), revise same (.7), discuss update email with E. Frejka (.2).	2.40	1,344.00
09/23/13	ALLARD, NATHANIEL	Draft summary of [REDACTED] for Committee update email (.7), review Committee update email prior to circulation re: [REDACTED] (.4), correspond w/ R. Ringer re: same (.2)	1.30	552.50
09/23/13	FREJKA, ELISE S	Comments on draft update to Committee regarding [REDACTED].	0.20	157.00
09/23/13	MANNAL, DOUGLAS	Revise UCC update email re: [REDACTED] (.3).	0.30	247.50
09/24/13	ALLARD, NATHANIEL	Prepare for 9/25 Committee meeting re: [REDACTED] (.4); review Committee update email prior to circulation re: [REDACTED] (.3), draft update re: same (.3), correspond w/ R. Ringer, E. Frejka re: same (.2).	1.20	510.00
09/24/13	FREJKA, ELISE S	Review and revise Committee update email regarding [REDACTED].	0.20	157.00
09/24/13	RINGER, RACHAEL L	Draft agenda for co-chair call, correspondence re: same with D. Mannal (.5), prepare for (.3) and attend (.5) co-chair call re: agenda for 9/25 Committee call, draft/revise Committee update e-mail (.4).	1.70	952.00
09/24/13	MANNAL, DOUGLAS	Prep for (.4); attend co-chair call re: agenda items for 9/25 meeting (.9).	1.30	1,072.50
09/24/13	ZIDE, STEPHEN	Review UCC update re hearing, agenda and [REDACTED] (.2).	0.20	149.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/24/13	ECKSTEIN, KENNETH H.	Prepare for (.1) and lead co-chair call re: agenda items for 9/25 meeting (.9)	1.00	990.00
09/25/13	ALLARD, NATHANIEL	Prepare for (.5) and attend (.9) Committee meeting re: [REDACTED] (1.0), review Committee update email prior to circulation re: [REDACTED] (.3).	2.70	1,147.50
09/25/13	BLABEY, DAVID E	Attend part of Committee meeting re: [REDACTED]	0.80	596.00
09/25/13	RINGER, RACHAEL L	Prepare for (.4) and attend (.9) Committee meeting re: [REDACTED]; follow up correspondence with K. Eckstein and D. Mannal re: same (1.0), draft Committee update e-mail (.3), revise same (.3)	2.90	1,624.00
09/25/13	MANNAL, DOUGLAS	Prep for (.4) and attend UCC conference call re: [REDACTED] (.9).	1.30	1,072.50
09/25/13	ECKSTEIN, KENNETH H.	Prep for (.9) and lead Committee conf call re: [REDACTED] (.9).	1.80	1,782.00
09/26/13	ALLARD, NATHANIEL	Draft 9/25 Committee meeting minutes (.4), incorporate comments from R. Ringer re: same (.3), correspond w/ R. Ringer re: same (.1).	0.80	340.00
09/26/13	RINGER, RACHAEL L	Review meeting minutes from September meetings, comment on same (.5)	0.50	280.00
09/26/13	MANNAL, DOUGLAS	TCF w/ UCC member re: UCC Committee call summary and [REDACTED] (1.1).	1.10	907.50
09/27/13	RINGER, RACHAEL L	Draft Committee update email re: [REDACTED] (1.0); emails with D. Mannal re: same (.6).	1.60	896.00
09/29/13	RINGER, RACHAEL L	E-mail with S. Zide re: 10/2 Committee meeting agenda (.2)	0.20	112.00
09/29/13	ZIDE, STEPHEN	Email with R. Ringer re 10/2 UCC meeting agenda (.1).	0.10	74.50
09/30/13	ALLARD, NATHANIEL	Prepare for 10/2 Committee meeting re: [REDACTED]	0.30	127.50
09/30/13	ZIDE, STEPHEN	Emails with R. Ringer re co-chair call and agenda (.1).	0.10	74.50

Kramer Levin Naftalis & Frankel LLP

Page No. 129

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/30/13	ECKSTEIN, KENNETH H.	Prepare for 10/2 Committee meeting re: [REDACTED] [REDACTED] (.5); correspond w/ D. Mannal, S. Zide re: same (.5).	1.50	1,485.00
TOTAL			<u>134.50</u>	<u>\$90,617.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)December 11, 2013
Invoice No. 636290**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
SIMON, NORMAN	PARTNER	0.30	247.50
KAUFMAN, PHILIP	PARTNER	2.50	2,350.00
ZIDE, STEPHEN	ASSOCIATE	1.20	894.00
RINGER, RACHAEL L	ASSOCIATE	<u>1.30</u>	<u>728.00</u>
TOTAL		<u>5.30</u>	<u>\$4,219.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/03/13	ZIDE, STEPHEN	Review debtors' objection to examiner discharge motion (.2).	0.20	149.00
09/11/13	RINGER, RACHAEL L	Correspondence with E. Frejka, G. Siegel, D. Mannal and P. Kaufman re: FGIC settlement (.5)	0.50	280.00
09/12/13	SIMON, NORMAN	Review Examiner discharge motion reply (.3).	0.30	247.50
09/13/13	KAUFMAN, PHILIP	Review Court's decision re: FGIC 9019 Settlement (1.4); Call with H. Sidman re: FGIC Settlement (.3)	1.70	1,598.00
09/16/13	ZIDE, STEPHEN	Review decision approving FGIC settlement (1).	1.00	745.00
09/19/13	KAUFMAN, PHILIP	Review Court's opinion re: FGIC 9019 settlement motion (.8).	0.80	752.00
09/24/13	RINGER, RACHAEL L	Discussion with M. Crespo re: HP stipulation (.2).	0.20	112.00
09/26/13	RINGER, RACHAEL L	Draft summary e-mail re: HP stipulation (.6)	<u>0.60</u>	<u>336.00</u>
TOTAL			<u>5.30</u>	<u>\$4,219.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00012 (COURT HEARINGS)December 11, 2013
Invoice No. 636290**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	5.80	5,742.00
KAUFMAN, PHILIP	PARTNER	2.20	2,068.00
MANNAL, DOUGLAS	PARTNER	3.00	2,475.00
HOROWITZ, GREGORY A.	PARTNER	1.00	895.00
FREJKA, ELISE S	SPEC COUNSEL	6.50	5,102.50
ZIDE, STEPHEN	ASSOCIATE	1.60	1,192.00
RINGER, RACHAEL L	ASSOCIATE	11.10	6,216.00
KAUP, ANASTASIA N	ASSOCIATE	0.30	148.50
ALLARD, NATHANIEL	ASSOCIATE	13.00	5,525.00
BECKER, BRYON	PARALEGAL	0.80	236.00
BESSNER, DEBORAH	PARALEGAL	7.90	2,330.50
TOTAL		<u>53.20</u>	<u>\$31,930.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/03/13	ALLARD, NATHANIEL	Prepare for hearing re: plan discovery protocol (.6), correspond w/ S. Zide, R. Ringer re: same (.2); draft summary re: same for Committee update email (1.4), correspond re: same w/ R. Ringer (.5).	2.70	1,147.50
09/03/13	KAUFMAN, PHILIP	Attend hearing re: discovery protocol for confirmation (1.3), prepare for same (.9).	2.20	2,068.00
09/03/13	RINGER, RACHAEL L	Attend portion of hearing telephonically re: plan discovery protocol (1.1)	1.10	616.00
09/03/13	MANNAL, DOUGLAS	Listen to portion of hearing on confirmation re: JSN Discovery (1); follow-up correspondence w/ S. Zide re: same (.3).	1.30	1,072.50
09/03/13	ECKSTEIN, KENNETH H.	Monitor hearing re: plan discovery protocol (1.3)	1.30	1,287.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00012 (COURT HEARINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/07/13	RINGER, RACHAEL L	E-mails with S. Zide re: fee application hearing (.2)	0.20	112.00
09/08/13	RINGER, RACHAEL L	E-mails with S. Zide re: fee application hearing prep (.4), discussion with A. Holtz re: same (.3), review AlixPartners response to UST objection in preparation for same (.3).	1.00	560.00
09/09/13	ALLARD, NATHANIEL	Prepare for 9/11 hearing re: claim objections, fee applications (.5), correspond w/ D. Bessner re: same (.3)	0.80	340.00
09/09/13	ZIDE, STEPHEN	Emails with R. Ringer re status of upcoming hearing (.1).	0.10	74.50
09/10/13	ALLARD, NATHANIEL	Review agenda (.2) and prepare for 9/11 hearing re: fee applications, claim objections, Syncora assumption motion (1.0), correspond w/ D. Bessner, R. Ringer, S. Zide re: same (.4).	1.60	680.00
09/10/13	ZIDE, STEPHEN	Correspondence with P. Bentley, D. Mannal, K. Eckstein and R. Ringer re preparation for hearing on 9/11 re Syncora, fee applications, and PNC (1.5)	1.50	1,117.50
09/10/13	BESSNER, DEBORAH	Prepare binders (3.8) and create indexes (.7) for the 9/11 Hearing re PNC Claims, Fee applications and Omnibus Claims.	4.50	1,327.50
09/10/13	BECKER, BRYON	Prepare for 9/11 fee hearing (.2); review backup documentation in preparation for same (.4); discuss w/ R. Ringer re same (.2).	0.80	236.00
09/10/13	RINGER, RACHAEL L	E-mails with Committee professionals re: fee application hearing (.3), prepare for fee application hearing (.7), discuss with B. Becker re: same (.2).	1.20	672.00
09/11/13	ALLARD, NATHANIEL	Prepare for (.2) and attend portion of (3.0) hearing telephonically re: fee applications, claim objections, Syncora assumption motion; attend JSN discovery status conference telephonically (.8), correspond w/ R. Ringer re: same (.2).	4.20	1,785.00
09/11/13	HOROWITZ, GREGORY A.	Prepare for (.2) and attend (.8) discovery status conference.	1.00	895.00
09/11/13	FREJKA, ELISE S	Attend omnibus hearing re: fee applications, claim objections, Syncora claim.	3.60	2,826.00
09/11/13	RINGER, RACHAEL L	Prepare for (1.5) and attend/present (1.5) portion of hearing re: fee applications; attend portion of Syncora claim hearing telephonically (.4).	3.40	1,904.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00012 (COURT HEARINGS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/11/13	ECKSTEIN, KENNETH H.	Prep for (.9) and attend (3.6) omnibus court hearing re claims objections, Syncora, fee applications.	4.50	4,455.00
09/16/13	MANNAL, DOUGLAS	Listen to hearing on JSN discovery issues (1); correspond w/ S. Zide re: same (.3).	1.30	1,072.50
09/23/13	ALLARD, NATHANIEL	Prepare for 9/24 JSN status conference and 9/24 hearing re: claims objections (.5), correspond w/ D. Bessner, R. Ringer re: same (.3).	0.80	340.00
09/23/13	KAUP, ANASTASIA N	Emails w/ R. Ringer, N. Allard, D. Bessner re: preparation of materials re: adversary proceedings in advance of hearing (.3).	0.30	148.50
09/23/13	BESSNER, DEBORAH	Perform hearing prep re adversary proceedings, examiners motion, Parker-Lowe and Valeeva proofs of claim.	3.40	1,003.00
09/23/13	RINGER, RACHAEL L	E-mails with D. Mannal re: 9/24 hearing preparation (.4), draft summary of Examiner discharge motion hearing notes, e-mails with N. Simon re: same (.5).	0.90	504.00
09/23/13	MANNAL, DOUGLAS	Prep for 9/24 hearing re: Examiner motion and borrower claims (.4).	0.40	330.00
09/24/13	ALLARD, NATHANIEL	Prepare for (.2) and attend telephonically JSN litigation status conference (.2); attend omnibus hearing telephonically re: claim objections, examiner discharge motion (2.1); draft summary re: same (.2), correspond w/ D. Mannal, R. Ringer re: same (.2).	2.90	1,232.50
09/24/13	FREJKA, ELISE S	Prepare for (.8) and attend omnibus hearing re: examiner discharge motion, claim objections (2.1).	2.90	2,276.50
09/24/13	RINGER, RACHAEL L	Prepare for (.4) and attend (2.1) hearing re: claims objections, draft summary of JSN status conference (.5), draft summary of hearing (.3)	<u>3.30</u>	<u>1,848.00</u>
TOTAL			<u>53.20</u>	<u>\$31,930.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00014 (TAX MATTERS)December 11, 2013
Invoice No. 636290**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
HERZOG, BARRY	PARTNER	15.00	13,425.00
STOOPACK, HELAYNE O.	SPEC COUNSEL	9.20	7,406.00
RINGER, RACHAEL L	ASSOCIATE	<u>0.20</u>	<u>112.00</u>
TOTAL		<u>24.40</u>	<u>\$20,943.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/03/13	STOOPACK, HELAYNE O.	Correspond with B. Herzog re: pre-submission letter.	0.30	241.50
09/06/13	RINGER, RACHAEL L	E-mails with M. Lightner re: PLR request (.2)	0.20	112.00
09/10/13	STOOPACK, HELAYNE O.	Correspond with B. Herzog re: tax issues.	0.40	322.00
09/11/13	HERZOG, BARRY	Review KPMG analysis of REMIC residual interests.	0.80	716.00
09/13/13	HERZOG, BARRY	Discuss REMIC residual interest calculations and related issues w/ T. Humphreys.	0.50	447.50
09/17/13	HERZOG, BARRY	Draft memo re: liq. trust tax treatment and other open issues (.7); call with T. Humphreys re: KPMG REMIC residual interest analysis (0.9); related follow-up discussion w/ T. Humphreys (0.2); perform analysis of same (0.5); review RMBS claims trust agreement (.5) and correspondence re: same w/ R. Cima (0.8).	3.60	3,222.00
09/18/13	STOOPACK, HELAYNE O.	Draft 2-part for IRS ruling request.	0.80	644.00
09/18/13	HERZOG, BARRY	Perform revisions re: RMBS claims trust PLR request.	0.70	626.50
09/19/13	STOOPACK, HELAYNE O.	Draft 2-part for IRS ruling.	1.80	1,449.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00014 (TAX MATTERS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/23/13	HERZOG, BARRY	Correspondence w/ G. Horowitz re: OID calculations and principles.	1.00	895.00
09/23/13	STOOPACK, HELAYNE O.	Revise 2-part for IRS ruling.	0.60	483.00
09/24/13	HERZOG, BARRY	Discussions w/ R. Cima re: PLR request for RMBS Claims Trust (0.3); prepare related POAs (0.6); revise same (1.4).	2.30	2,058.50
09/24/13	STOOPACK, HELAYNE O.	Correspondence with B. Herzog, R. Cima, D. Mannal re: IRS pre-submission conference and ruling process (0.8); draft 2-part for IRS ruling (1.2).	2.00	1,610.00
09/25/13	HERZOG, BARRY	Prepare tax POAs for RMBS Claims Trust.	0.60	537.00
09/25/13	HERZOG, BARRY	Call w/ T. Humphreys, H. Tucker and others to disc non-REMIC residuals (0.8); perform related analysis (1.8).	2.60	2,327.00
09/26/13	STOOPACK, HELAYNE O.	Submit Power of Attorney to IRS.	0.20	161.00
09/27/13	STOOPACK, HELAYNE O.	Continue drafting 2-part for IRS.	1.30	1,046.50
09/29/13	HERZOG, BARRY	Analyze non-REMIC residuals.	1.00	895.00
09/30/13	STOOPACK, HELAYNE O.	Revise 2-part for IRS ruling.	1.80	1,449.00
09/30/13	HERZOG, BARRY	Perform analysis re: non-REMIC residuals.	<u>1.90</u>	<u>1,700.50</u>
TOTAL			<u>24.40</u>	<u>\$20,943.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

December 11, 2013
Invoice No. 636290

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	11.30	11,187.00
FRIEDMAN, ALAN R.	PARTNER	1.20	1,170.00
BENTLEY, PHILIP	PARTNER	43.50	38,932.50
MANNAL, DOUGLAS	PARTNER	80.90	66,742.50
PETTIT, LAURENCE	PARTNER	4.70	4,112.50
FREJKA, ELISE S	SPEC COUNSEL	66.70	52,359.50
ZIDE, STEPHEN	ASSOCIATE	4.00	2,980.00
SHIFER, JOSEPH A	ASSOCIATE	30.50	21,197.50
BLABEY, DAVID E	ASSOCIATE	4.50	3,352.50
RINGER, RACHAEL L	ASSOCIATE	2.90	1,624.00
KAUP, ANASTASIA N	ASSOCIATE	8.10	4,009.50
GUCCION, MARY K	ASSOCIATE	5.20	2,912.00
ALLARD, NATHANIEL	ASSOCIATE	6.30	2,677.50
DOVE, ANDREW	ASSOCIATE	41.40	27,117.00
BECKER, BRYON	PARALEGAL	2.30	678.50
BESSNER, DEBORAH	PARALEGAL	13.70	4,041.50
<u>TOTAL</u>		<u>327.20</u>	<u>\$245,094.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/03/13	ZIDE, STEPHEN	Emails with E. Frejka and FTI re updated claims analysis (.3).	0.30	223.50
09/03/13	BENTLEY, PHILIP	E-mails with D. Mannal, K. Eckstein re Syncora claim objection	0.10	89.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/03/13	FREJKA, ELISE S	Meeting with D. Mannal regarding Rothstein, NJ Carpenters, Moore, other class action claims (.6); call with M. Straus regarding Rothstein class claim (.8); call with N. Rosenbaum regarding same (.3); analysis of Rothstein opposition to motion to dismiss filed in District Court regarding filed rate doctrine (2.0); review Ally brief in support of motion to dismiss regarding filed rate doctrine (.7); conference call with D. Horst, J. Wishnew, J. Krell, M. Talerico, B. Powers, L. Delahey, D. Flanigan regarding borrower claims strategy (.6); review correspondence from W. Nora regarding resolution of her claim (.2); emails with S. Zide, M. Talerico regarding waterfall and claims analysis (.1); call with M. Straus regarding Rothstein, accounting for tracking services (.2); email to N. Rosenbaum, E. Richards regarding same (.1).	5.60	4,396.00
09/03/13	MANNAL, DOUGLAS	Meet with E. Frejka re: class action claims (.6); attend NCUAB settlement meeting (.5); TCF w/ NCUAB re: same (.5), follow up meeting with K. Eckstein re: same (.4).	2.00	1,650.00
09/03/13	ECKSTEIN, KENNETH H.	Conf call with NCUAB counsel re: claims (.5), prep for call by reviewing materials (.4), follow up meeting w/ D. Mannal re: same (.4)	1.30	1,287.00
09/04/13	PETTIT, LAURENCE	Emails with P. Bentley re amended Syncora claims for servicing breaches (0.5); review revised Syncora claim for servicing breaches (0.5).	1.00	875.00
09/04/13	BENTLEY, PHILIP	Review Syncora's amended proof of claim and response (2.0), review related docs (1.2), outline issues for follow-up (1.1) and office conference w/ D. Mannal re: same (.6), and e-mails w/ L. Pettit re same (.5); conf calls with A. Lawrence and A. Barrage re: same (1.2) and conf call with Debtors' and Syncora's counsel re: same (0.5).	7.10	6,354.50
09/04/13	SHIFER, JOSEPH A	Research re: claims reserve motion (.8), review claims register analysis (1.2), emails with D. Mannal and M. Eisenberg re FHFA claims (.4), review same (.6), emails with M. Talarico re claims issues (.3).	3.30	2,293.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/04/13	FREJKA, ELISE S	Emails with N. Rosenbaum regarding strategy for resolution of Rothstein claim (.2); email with N. Rosenbaum regarding Moore settlement (.2); call with N. Rosenbaum, M. Etkin regarding scope of terms for Moore settlement (.3); emails with N. Rosenbaum regarding status of Peel negotiations (.2); emails with S. Zide re: claims call (.1); call with M. Strauss regarding Rothstein claim (.7); prepare for September 9 meeting with Rothstein, Company, MoFo regarding Rothstein (2.2).	3.90	3,061.50
09/04/13	MANNAL, DOUGLAS	Research Syncora claims (2.1); office conference with P. Bentley re: same (.6); research Rothstein claim (2.7).	5.40	4,455.00
09/05/13	MANNAL, DOUGLAS	Research FHFA claim (2.1).	2.10	1,732.50
09/06/13	BENTLEY, PHILIP	E-mails with D. Mannal re Syncora issues	0.20	179.00
09/06/13	FREJKA, ELISE S	Prepare for meeting with MoFo, Company, Rothstein regarding resolution of Rothstein claim (3.5); discuss issues with D. Mannal (.3); comment on draft objection to Rothstein proof of claim (1.7); correspondence with A. Dove re: same (.2); analysis of judgment reduction issues in connection with Rothstein, Kessler, NJ Carpenters (1.6)	7.30	5,730.50
09/06/13	MANNAL, DOUGLAS	Prep for Rothstein meeting (2.3); discuss same with E. Frejka (.3).	2.60	2,145.00
09/08/13	BENTLEY, PHILIP	Review Syncora A&A reply(3.3); review and comment on proposed Syncora A&A scheduling order (0.5)	3.80	3,401.00
09/08/13	FREJKA, ELISE S	Prepare for settlement conference regarding Rothstein class claims.	3.70	2,904.50
09/09/13	BESSNER, DEBORAH	Email objections re PNC Claims to M. Guccion (.2).	0.20	59.00
09/09/13	ALLARD, NATHANIEL	Research cases re claim objections, correspond w/ E. Frejka re: same (.4).	0.40	170.00
09/09/13	DOVE, ANDREW	Attend settlement conference w/ Rothstein plaintiffs (4.5). Draft additional sections of objection to Rothstein claim (3.2) and confer w/ D. Mannal and R. Ringer re: same (.4) and perform legal research re same (2.4).	10.50	6,877.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/09/13	FREJKA, ELISE S	Review Debtors' response to Objection to PNC claim (.4); email to M.A. Gallagher with Committee comments to Debtors' Reply to Objection PNC claim (.2); review Debtors' draft objection to Spence proof of claim (.6); prepare for settlement meeting regarding Rothstein class action (.4); settlement meeting with D. Mannal, A. Dove, N. Rosenbaum, E. Richards, B. Thompson, L. Delahey, M. Strauss, regarding resolution of Rothstein class action (4.5); follow up discussion with D. Mannal regarding same, case law with similar facts, damages, strategy (.2); comment on draft objection to Rothstein class claim (.5); review updated spreadsheet regarding claims status and strategy in advance of conference call (.3); conference call with S. Zide, J. Shifer, S. Tandberg, M. Eisenberg, A. Holtz, M. Talerico, Y. Mathur, N. Rosenbaum, J. Wishnew regarding claims strategy, waterfall, borrower trust true up (.8); research regarding GMAC and Balboa class actions (.4); review comments from Alliance regarding Alliance claim stipulation (.2); call with J. Wishnew regarding mediation of Alliance claim (.2); call with D. Harris, N. Rosenbaum, J. Wishnew regarding strategy on Tortia claims (.3); call with J. Krell regarding Wendy Allison Nora claim (.1); call with E. Richards regarding Rothstein draft claims objection (.2).	9.30	7,300.50
09/09/13	GUCCION, MARY K	Conf. w/ J. Shifer re contingent claims research (.2); emails w/ J. Sharret re same (.1); research contingent claims issue (1.7).	2.00	1,120.00
09/09/13	BESSNER, DEBORAH	Compile precedent cases re notice of satisfied claims.	1.00	295.00
09/09/13	BENTLEY, PHILIP	Conf calls w/MoFo (0.8) and with Syncora's and Debtor's counsel (0.6), both re Syncora A&A motion and claim objection; perform follow-up review re: same (.5)	1.90	1,700.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/09/13	MANNAL, DOUGLAS	Prepare for claims settlement meeting with Rothstein counsel and MoFo (1.9); attend settlement conference re: same (4.5); research JPM settlement (1.8); discussion with R. Ringer and A. Dove re: same (.4); revise UCC objection to claim (1.7); discussion with E. Frejka re: Rothstein class action (.2).	10.50	8,662.50
09/09/13	ZIDE, STEPHEN	Review claims summary (1); participate on call with FTI re same (1); follow up re same with MoFo (.2).	2.20	1,639.00
09/09/13	SHIFER, JOSEPH A	Conf. with M. Guccion re contingent claims (.2), emails/conf with M. Talarico re claims register summary (1.4), review same (1.9), attend claims call with FTI and MoFo teams (.7).	4.20	2,919.00
09/09/13	RINGER, RACHAEL L	Revise Rothstein claim objection (1.1), discussion with D. Mannal and A. Dove re: same (.4), perform further research re: same (.6).	2.10	1,176.00
09/10/13	FREJKA, ELISE S	Call with M. A. Gallagher and J. Walsh regarding PNC Claims objection (.2); review strategy regarding PNC claims objection (.3); conference call with M. Cohen, M.A. Gallagher, J. Walsh, F. Walters, regarding PNC proposed resolution of objection to PNC claim (.3); call with D. Flanigan, F. Walters regarding same (.5); correspondence re: proposed resolution of PNC claim objection with D. Mannal (.2); call with J. Walsh regarding PNC response to settlement proposal (.3); review PNC pleadings for hearing on September 11 (.9); call with N. Rosenbaum, M. Etkin regarding Moore open settlement issues (.3); correspondence re: same with D. Mannal (.2); review background facts for joint and several liability and Moore (.5).	3.70	2,904.50
09/10/13	PETTIT, LAURENCE	Meet with J. Li and P. Bentley re: Syncora claim (0.4); review materials from P. Bentley re Syncora claim (0.4).	0.80	700.00
09/10/13	BENTLEY, PHILIP	Conf call w/MoFo (1.7) and correspondence re: Syncora claims with K. Eckstein, D. Mannal and S. Zide (0.5), correspond w/ L. Pettit/J. Li re: same (0.4) further review Syncora claim (1.6).	4.20	3,759.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/10/13	MANNAL, DOUGLAS	Prep for (.4) and TCF with M. Strauss re: continuation of settlement of class claim (.5); continue to research JPM settlement (.8)	1.70	1,402.50
09/10/13	DOVE, ANDREW	Draft objection to Rothstein claims (4.0). Emails w/ R. Ringer re legal research and analysis re same (.8) and perform additional research re: same (3.7). Further draft same (3.4).	11.90	7,794.50
09/10/13	ECKSTEIN, KENNETH H.	Calls w/A. Glenn re FHFA issues (.4); calls with Committee members re FHFA and other claims (.5); call with R. Schrock re FHFA issues (.3); call with G. Lee re: same (.4)	1.60	1,584.00
09/10/13	SHIFER, JOSEPH A	Attend part of call with MoFo and FTI re borrower true up (.7).	0.70	486.50
09/10/13	RINGER, RACHAEL L	Update draft objection to Rothstein claims (.5), perform research re: same (.3)	0.80	448.00
09/11/13	FREJKA, ELISE S	Emails with D. Harris, S. Behnood regarding Tortia claims (.4); emails with D. Mannal regarding Moore class action settlement issues and claims against the estate (.1); review precedent settlements in connection with resolution of Moore class action re: same (.4); call with N. Rosenbaum, D. Mannal regarding Moore class action resolution (.1); review objection to Lewis claims (.2); discussion with A. Dove regarding Rothstein claim issues (.2); review materials regarding LPI issues in connection with Rothstein class action (1.4).	2.80	2,198.00
09/11/13	BENTLEY, PHILIP	Correspondence with K. Eckstein and A. Lawrence re 9/11 Syncora hearing and next steps (0.7), and review Syncora claims (0.6)	1.30	1,163.50
09/11/13	MANNAL, DOUGLAS	TCF with M. Etkin re: Moore settlement (.4); TCF with K. Eckstein and Zuckerman Spaeder re: NCUAB claim settlement (.5); TCF with MoFo team re: borrower claims analysis (.4); TCF with AlixPartners re: same (.3); call with E. Frejka and N. Rosenbaum re: Moore class action settlement issues (.1).	1.70	1,402.50
09/11/13	DOVE, ANDREW	Research rules regarding class actions in bankruptcy (3.5) and draft section of claims objection per same (4.0); discussion with E. Frejka re: Rothstein claim issues (.2).	7.70	5,043.50
09/12/13	BESSNER, DEBORAH	Correspond re: reserve analysis claims chart w/ J. Shifer (.5); update chart re same (2.5).	3.00	885.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/12/13	GUCCION, MARY K	Research claims objection standard.	1.50	840.00
09/12/13	BLABEY, DAVID E	Discuss Rothstein claims with D. Mannal (.5); edit pleading re same (3.8) and further discussion with D. Mannal re: same (.2).	4.50	3,352.50
09/12/13	MANNAL, DOUGLAS	Revise Debtors' objection to Rothstein class claim (1.5); office conference with D. Blabey re: same (.5); email with A. Dove and E. Frejka re: same (.4); TCF with counsel for Rothstein re: objection (.2); further discussion with D. Blabey re: Rothstein class action complaint (.2).	2.80	2,310.00
09/12/13	BENTLEY, PHILIP	Multiple e-mails w/ L. Pettit, D. Mannal re Syncora claim objection	0.80	716.00
09/12/13	SHIFER, JOSEPH A	Emails with M. Talarico re open claim issues (.6).	0.60	417.00
09/12/13	FREJKA, ELISE S	Analysis of LPI rates in connection with Rothstein class action complaint (1.8); email with D. Mannal regarding Rothstein class action (.2); emails with J. Wishnew, R. Lapowsky regarding Alliance Stipulation regarding claim estimation and settlement (.2).	2.20	1,727.00
09/13/13	KAUP, ANASTASIA N	Emails w/ N. Allard, counsel for claimant re: response to call re: POC (.6); Correspondence w/ J. Shifer, R. Ringer, N. Allard re: same (.4).	1.00	495.00
09/13/13	GUCCION, MARY K	Research claims objection standard (.4) and draft email memorandum to J. Shifer re same (.8); draft follow-up email to J. Shifer re same (.3); follow-up conf. w/ J. Shifer re same (.2).	1.70	952.00
09/13/13	MANNAL, DOUGLAS	TCF with insurance counsel re: disclosures of premium rates (.2); research same (.4); prep for (.4) and attend meeting at MoFo with Kirkland, K. Eckstein and G. Lee re: FHFA and other claims/plan issues (2.5); TCF with R. Rainer, K. Eckstein re: Syncora (.6); follow-up email with P. Bentley re: same (.2); TCF with P. Bentley re: same (.3); outline Syncora issues list (.4); respond to NCUAB inquiry re: settlement (.2)	5.20	4,290.00
09/13/13	BENTLEY, PHILIP	Correspond with D. Mannal re Syncora issues.	0.50	447.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/13/13	ECKSTEIN, KENNETH H.	Call with R. Rainer, D. Mannal re: claims/plan issues (.6); attend meeting at MoFo with Kirkland, D. Mannal and G. Lee re: FHFA and other claims/plan issues (2.5); call with M. Ellenberg re: status of claims resolution (.8), call with T. Coleman re: claims (.4); review FGIC decision (2.2).	6.50	6,435.00
09/13/13	SHIFER, JOSEPH A	Confs with M. Guccion re contingent claims (.2), review research re same (.9), emails with A. Dove re securities indemnification claims (.6).	1.70	1,181.50
09/13/13	FREJKA, ELISE S	Analysis of Moore class action allegations (2.1); comparison of Moore class action allegations to allegations in other settlements (1.2).	3.30	2,590.50
09/14/13	DOVE, ANDREW	Review (3.0) and revise (2.7) objection to Rothstein claim.	5.70	3,733.50
09/15/13	ZIDE, STEPHEN	Emails with E. Frejka re claims administration (.2).	0.20	149.00
09/15/13	PETTIT, LAURENCE	Review Pooling and Servicing Agreement to assist in preparation of reply to Syncora claim (1.6).	1.60	1,400.00
09/15/13	FREJKA, ELISE S	review underlying pleadings in American Residential Equities case to evaluate proof of claim (.6); email with D. Mannal regarding same (.2).	0.80	628.00
09/15/13	MANNAL, DOUGLAS	Email with MoFo re: Borrower Claims trust (.2); email with E. Frejka and R. Ringer re: Rothstein claim and other insurance-related claims (.4)	0.60	495.00
09/15/13	BENTLEY, PHILIP	Review (1.2) and comment on (1.0) draft objection to Syncora's amended Proof of Claim	2.20	1,969.00
09/16/13	ZIDE, STEPHEN	Participate in part of claims admin call with E. Frejka, J. Shifer, M. Talerico, J. Wishnew (.6).	0.60	447.00
09/16/13	PETTIT, LAURENCE	Email with P. Bentley regarding Pooling and Servicing Agreement in connection with Syncora servicing claim against GMACM (0.5).	0.50	437.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/16/13	FREJKA, ELISE S	Comment on draft stipulation extending time for Mitchell to file proof of claim (.2); call with J. Wishnew regarding same and strategy for resolving Mitchell class action (.2); prepare for (.5) and attend conference call with J. Shifer, S. Zide, M. Talerico, J. Wishnew regarding claims and status of reconciliation (.8); call with N. Rosenbaum, D. Harris, J. Wishnew regarding Tortia claims and strategy (.3); analysis of damage elements of Tortia claims by reviewing amended complaint and claims (3.7); conference call with N. Rosenbaum, J. Wishnew, D. Harris, R. McClinton, Lock Lord regarding merits of Tortia claims (.9).	6.60	5,181.00
09/16/13	SHIFER, JOSEPH A	Review claims summary (.7), conference call with E. Frejka, S. Zide, M. Talerico, J. Wishnew regarding claims and status of reconciliations (.8), emails with E. Frejka and D. Mannal re borrower true up (.3), review servicing claims (1.3), follow up emails with L. Parsons re: same (.4)	3.50	2,432.50
09/16/13	MANNAL, DOUGLAS	Email w/ E. Frejka re: Moore claim (.2); review memo re: same (.3); revise memo to UCC re: same (.5); TCF w/ counsel for NCUAB re: claim (.6); prepare for Rothstein settlement conference (2.2).	3.80	3,135.00
09/17/13	DOVE, ANDREW	Complete draft stipulation re NCUAB claims (3.4).	3.40	2,227.00
09/17/13	MANNAL, DOUGLAS	Revise memo re: Moore claim (.5) and research re: same (.3)	0.80	660.00
09/17/13	BENTLEY, PHILIP	Review objection to Syncora's amended claim (4.1), and conference call with MoFo re same (1.0)	5.10	4,564.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/17/13	FREJKA, ELISE S	Call with F. Walters, D. Flanigan regarding Mitchell settlement (.3); review draft Mitchell settlement as revised and comment (2.4); review Miscellaneous Non-Borrower Omnibus objection (.2); email with E. Richards regarding objection basis for certain claims (.2); review omnibus motions to redesignate claims (.3); emails with C. Damast regarding questions in connection with same (.2); call with J. Wishnew regarding Alliance claim resolution (.3).	3.90	3,061.50
09/17/13	SHIFER, JOSEPH A	Confs with L. Parsons and S. Hasan re whole loan and servicing claims (.3), Correspond with D. Mannal and S. Zide re allowed claims (.3), follow up emails with M. Talarico re same (.4)	1.00	695.00
09/18/13	PETTIT, LAURENCE	Correspond with P. Bentley re inquiries regarding SunTrust transaction that is the subject of Syncora claim (0.4); review related SunTrust securitization documents and prior emails (0.4).	0.80	700.00
09/18/13	FREJKA, ELISE S	Review emails from J. Wishnew regarding resolution of Alliance claim (.1); review revised Alliance stipulation (.2); review Sweeting response to objection to Sweeting claim (.3); emails with R. Lapowski regarding terms to resolve Alliance claim and necessary approvals (.2); discuss same with J. Shifer (.1).	0.90	706.50
09/18/13	MANNAL, DOUGLAS	Revise objection to Rothstein claim (.9); TCF with M. Strauss re: potential settlement (.4); review borrower claims analysis prepared by FTI/company (1.2); TCF with FTI re: same (1.7); provide comments to FTI borrower claims analysis (1.9); revise memo re: Moore claim (1.4); correspond with E. Frejka re: same (.3); TCF with counsel for Moore plaintiffs (.2)	8.00	6,600.00
09/18/13	BENTLEY, PHILIP	Revise Syncora claim objection	2.40	2,148.00
09/18/13	BESSNER, DEBORAH	Compile PSC Trust agreement documents and redline same (.4); email J. Shifer order approving claims procedures (.2).	0.60	177.00
09/18/13	SHIFER, JOSEPH A	Attend call with FTI and MoFo teams re borrower true up (1.6), review presentation re same (.7), review Alliance stipulation (.4), emails with E. Frejka re same (.2)	2.90	2,015.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/19/13	BENTLEY, PHILIP	Revise Syncora claim objection	2.50	2,237.50
09/19/13	FREJKA, ELISE S	Call with J. Krell regarding Nora claim (.2); conference call with W. Nora, J. Krell regarding resolution of claim (.8); analysis of agreements between Debtors and Balboa in connection with developing strategy for Rothstein claim (3.1); discuss same with D. Mannal (.2); conference call with D. Mannal and N. Rosenbaum regarding Rothstein (.3); email with D. Mannal regarding Moore outstanding issues (.2); correspondence with D. Mannal, A. Dove regarding resolution of Rothstein and procedures for going forward (.9).	5.70	4,474.50
09/19/13	MANNAL, DOUGLAS	Revise borrower claims analysis (2.1); TCF w/ M. Talarico of FTI re: same (.6); TCF w/ M. Strauss re: settlement of Rothstein (.4); revise objection re: same (2.3); discuss Rothstein claim strategy with E. Frejka (.2); conference call with E. Frejka and N. Rosenbaum re: Rothstein claim (.3).	5.90	4,867.50
09/20/13	ALLARD, NATHANIEL	Review omnibus claims objections (2.0), correspond w/ E. Frejka, R. Ringer, B. Becker re: same (.4)	2.40	1,020.00
09/20/13	FREJKA, ELISE S	Review Assorgi, Foster, Moody claim objection (.2); review 50th omnibus objection to claims (.3); review 49th omnibus objection to claims (.2); review 40th omnibus objection to claims (.2); review 39th omnibus objection to claims (.2); review 38th omnibus objection to claims (.2); comment on objection to Nora claim (.5); review and comment on 37th omnibus objection to claims (.2); comment on 36th omnibus objection to claims (.3); call with J. Wishnew regarding omnibus claims objections (.1); call with D. Mannal, N. Rosenbaum regarding Rothstein claim (.2); emails re: terms of resolution of Rothstein with D. Mannal (.1); review draft settlement terms of Rothstein settlement (.1); provide comments to D. Mannal regarding response of M. Strauss to settlement terms (.2); correspondence re: bar order in connection with Rothstein with D. Mannal (.1); review 49th omnibus objection (.1); review 48th omnibus objection (.1).	3.30	2,590.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/20/13	BECKER, BRYON	Prepare claim totals in recently filed omnibus claim objections.	0.60	177.00
09/20/13	MANNAL, DOUGLAS	TCF w/ M. Strauss re: settlement of Rothstein claim (1.4); TCF w/ bankruptcy counsel, M. Augestein re: same (1.8); draft outline of settlement terms (2.1); review updated claims analysis (.7); call with E. Frejka and N. Rosenbaum re: Rothstein claim (.2).	6.20	5,115.00
09/23/13	BECKER, BRYON	Review Omnibus claim objection totals (.9); correspond w/ N. Allard re same (.1).	1.00	295.00
09/23/13	ALLARD, NATHANIEL	Review omnibus claims objections (2.0) and objection to proofs of claim of Assorgi/Foster/Moody (.6), correspond w/ B. Becker re: same (.4).	3.00	1,275.00
09/23/13	SHIFER, JOSEPH A	Emails with M. Talarico, D. Harris, N. Rosenbaum re claim issues (.4), conf with M. Talarico re same (.8), follow up email to D. Mannal, S. Zide, R. Ringer, E. Frejka, FTI, Alix, and MoFo teams re status of claims issues (.5), review borrower true up presentation (1.3), emails with E. Frejka re same (.2), confer with A. Dove re securities indemnification claims (.5), emails with R. Ringer re true up presentation (.3)	4.00	2,780.00
09/23/13	BECKER, BRYON	Review claims objections (.2); correspond re same for N. Allard (.5).	0.70	206.50
09/23/13	DOVE, ANDREW	Confer w. MoFo re indemnification claims (.3); review claims register and underlying documents re same (.9); perform legal research re same (.5); confer with J. Shifer re: securities indemnification claims (.5).	2.20	1,441.00
09/23/13	MANNAL, DOUGLAS	Review claims summary info (.8); office conference with J. Shifer re: same (.2); TCF w/ NCUAB re: new complaint (.2); review same (.2); TCF w/ Curtis on potential estate claims (.3); TCF w/ M. Etkin re: Moore claim (.3).	2.00	1,650.00
09/24/13	KAUP, ANASTASIA N	Correspond w/ J. Shifer re: claims review (.2).	0.20	99.00
09/24/13	FREJKA, ELISE S	Correspond re: Rothstein settlement structure with A. Dove (.2); conference call with N. Rosenbaum, J. Wishnew regarding open settlements and strategy for documenting same (1.3); call with J. Wishnew regarding Mitchell settlement (.2).	1.70	1,334.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/24/13	BENTLEY, PHILIP	Perform additional analysis of Syncora claims and defenses (3.7), and prepare outline re same (.7).	4.40	3,938.00
09/24/13	SHIFER, JOSEPH A	Correspondence with A. Dove and A. Kaup re securities indemnification claims (.6), research re same (.5), numerous correspondence with D. Mannal, R. Ringer and E. Frejka re borrower true up (1.8), review same (.8).	3.70	2,571.50
09/24/13	MANNAL, DOUGLAS	Email w/ MoFo re: NCUAB claim (.4); review terms of Rothstein stip (1.1); correspond with A. Dove re: same (.2).	1.70	1,402.50
09/24/13	ECKSTEIN, KENNETH H.	Call with NCUAB counsel re: claim(.4)	0.40	396.00
09/25/13	KAUP, ANASTASIA N	Review securities indemnification POCs (.7); emails w/ J. Shifer, A. Dove re: same (.2).	0.90	445.50
09/25/13	BESSNER, DEBORAH	Organize proofs of claim for A. Kaup (4) and organize on electronic files (.3).	4.30	1,268.50
09/25/13	BENTLEY, PHILIP	Call with J. Dubel (0.7), and correspondence with D. Mannal, J. Travers, J. Farley, A. Barrage and J. Shifer (1.2) both re Syncora issues; further review Syncora issues (1.3), and revise outline re same (0.4)	3.60	3,222.00
09/25/13	SHIFER, JOSEPH A	Numerous emails with D. Mannal, E. Frejka, and R. Ringer re true up presentation revisions (1.3), emails with M. Talarico re same (.7)	2.00	1,390.00
09/25/13	MANNAL, DOUGLAS	Prep for (.6) and attend conference call w/ J. Dubel and K. Eckstein re: Syncora settlement meeting (.9); TCF w/ counsel for Syncora re: settlement (.7); TCF w/ Debtors re: Syncora claim (.8).	3.00	2,475.00
09/25/13	ECKSTEIN, KENNETH H.	Attend portion of call with J. Dubel and D. Mannal re Syncora claim (.3)	0.30	297.00
09/25/13	ECKSTEIN, KENNETH H.	Call with R. Rainer re Syncora issues (.4)	0.40	396.00
09/26/13	BESSNER, DEBORAH	Compile POC of MBIA, FGIC, Assured and Ambac..	0.40	118.00
09/26/13	BENTLEY, PHILIP	Review Syncora issues (1.6) and correspondence with A. Lawrence, K. Weitnauer and D. Mannal re same (0.8)	2.40	2,148.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/26/13	FREJKA, ELISE S	Call with A. Friedman regarding plan of allocation and jurisdiction in connection with Rothstein settlement (.3); email re: same with A. Dove (.1); correspondence with A. Dove, D. Mannal, M. Strauss regarding documents for settlement, parameters (.3); emails with D. Mannal, G. Lee regarding Rothstein settlement (.1); conference call with N. Rosenbaum, Jackson Lewis attorneys regarding Bollinger settlement (.3).	1.10	863.50
09/26/13	FRIEDMAN, ALAN R.	Call with E. Frejka re: Rothstein settlement (.3) and research re settlement issues in Rothstein case (.9).	1.20	1,170.00
09/26/13	MANNAL, DOUGLAS	TCF w/ K. Weitnauer re: draft model re: servicer claims (.6); TCF w/ FHFA re: claim (.6); research same (.3); TCF w/ MoFo re: same (.2); revise borrower claims analysis (2.3); email to MoFo re: Rothstein claim (.3).	4.30	3,547.50
09/27/13	ALLARD, NATHANIEL	Review claims filed, correspond w/ R. Ringer re: same (.5).	0.50	212.50
09/27/13	FREJKA, ELISE S	Correspond with A. Friedman regarding plan of allocation for Rothstein settlement (.2); call with N. Rosenbaum regarding class action settlements (.2); revise and comment on Moore term sheet (.5).	0.90	706.50
09/27/13	BENTLEY, PHILIP	Update outline of open Syncora issues (.1), call w/ D. Mannal re: Syncora claim (.2).	0.30	268.50
09/27/13	MANNAL, DOUGLAS	TCF w/ P. Bentley re: Syncora claim (.2)	0.20	165.00
09/29/13	MANNAL, DOUGLAS	Revise FHFA confi (.3); correspond w/ S. Zide and A. Dove re: same (.3).	0.60	495.00
09/29/13	SHIFER, JOSEPH A	Emails with R. Ringer re borrower true up (.3).	0.30	208.50
09/29/13	ZIDE, STEPHEN	Review FHFA confidentiality agreement (.4); mark up same (.1); emails with A. Dove and D. Mannal re same (.2).	0.70	521.50
09/30/13	KAUP, ANASTASIA N	Review proofs of claim re: securities litigation indemnification (4.0); summarize same (1.9); emails w/ J. Shifer, A. Dove re: same (.1).	6.00	2,970.00
09/30/13	BESSNER, DEBORAH	Update reserve analysis chart (3.5), confer with J. Shifer re same (.4), update chart re same (.3).	4.20	1,239.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/30/13	BENTLEY, PHILIP	Prepare for (.1) and attend (.3) conf call with G. Lee, T. Goren, A. Lawrence, A. Barrage re: Syncora issues; and call with D. Mannal re Syncora issues (.3).	0.70	626.50
09/30/13	MANNAL, DOUGLAS	Revise Borrower true-up analysis (3.1); correspond with J. Shifer and R. Ringer re: same (.5); TCF w/ FTI re: same (.3); further revisions to presentation re: same (2.7); TCF w/ special borrower's counsel, re: same (1.3); TCF w/ P. Bentley re: Syncora claim and settlement meeting (.3).	8.20	6,765.00
09/30/13	MANNAL, DOUGLAS	TCF/email w/ L. Marinuzzi of MoFo re: FHFA (.3); email with counsel for Rothstein re: stip and motion to dismiss (.2); review same (.9); email w/ counsel for NCUAB re: stip (.2).	1.60	1,320.00
09/30/13	SHIFER, JOSEPH A	Review revised claims summary (1.4), confer with D. Bessner re same (.4), follow up emails with M. Talarico and M. Eisenberg re same (.8).	2.60	1,807.00
09/30/13	ECKSTEIN, KENNETH H.	Review Syncora materials in preparation for meeting re: Syncora claims (.8).	<u>0.80</u>	<u>792.00</u>
TOTAL			<u>327.20</u>	<u>\$245,094.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00017 (CREDITOR INQUIRIES)

December 11, 2013
Invoice No. 636290

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ALLARD, NATHANIEL	ASSOCIATE	3.50	1,487.50
BESSNER, DEBORAH	PARALEGAL	<u>4.10</u>	<u>1,209.50</u>
TOTAL		<u>7.60</u>	<u>\$2,697.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/09/13	BESSNER, DEBORAH	Log calls received from the KL Hotline re: DS notice.	0.50	147.50
09/09/13	ALLARD, NATHANIEL	Respond to creditor inquiries, correspond w/ D. Bessner re: same (.3).	0.30	127.50
09/10/13	ALLARD, NATHANIEL	Respond to creditor inquiries, correspond w/ R. Ringer, D. Bessner re: same (.4).	0.40	170.00
09/10/13	BESSNER, DEBORAH	Update call log and return calls received on KL ResCap hotline.	0.50	147.50
09/11/13	BESSNER, DEBORAH	Update hotline call log.	0.70	206.50
09/11/13	ALLARD, NATHANIEL	Respond to creditor inquiries, correspond w/ D. Bessner re: same (.3).	0.30	127.50
09/12/13	ALLARD, NATHANIEL	Respond to creditor inquiries, correspond w/ A. Chouprouta, D. Bessner re: same.	0.30	127.50
09/12/13	BESSNER, DEBORAH	Update hotline call log.	0.40	118.00
09/13/13	BESSNER, DEBORAH	Log phone calls received from the KL hotline.	0.60	177.00
09/13/13	ALLARD, NATHANIEL	Respond to creditor inquiries (.6), correspond w/ A. Kaup, D. Bessner re: same (.3).	0.90	382.50
09/16/13	ALLARD, NATHANIEL	Respond to creditor inquiries, correspond w/ E. Frejka, D. Bessner, SilvermanAcampora re: same (.5).	0.50	212.50
09/16/13	BESSNER, DEBORAH	Update call log and return calls re KL hotline.	0.30	88.50
09/17/13	BESSNER, DEBORAH	Update ResCap hotline call log and return calls.	0.50	147.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00017 (CREDITOR INQUIRIES)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/19/13	ALLARD, NATHANIEL	Respond to creditor inquiries, correspond w/ D. Bessner re: same (.2)	0.20	85.00
09/20/13	ALLARD, NATHANIEL	Respond to creditor inquiries, correspond w/ D. Bessner re: same.	0.30	127.50
09/23/13	ALLARD, NATHANIEL	Respond to creditor inquiries, correspond w/ D. Bessner re: same (.3).	0.30	127.50
09/26/13	BESSNER, DEBORAH	Log and return phone calls from the KL hotline.	0.20	59.00
09/27/13	BESSNER, DEBORAH	Update call log of calls received on KL hotline (.4).	<u>0.40</u>	<u>118.00</u>
TOTAL			<u>7.60</u>	<u>\$2,697.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00018 (RETENTION OF PROFESSIONALS)

December 11, 2013
Invoice No. 636290

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	1.40	1,386.00
O'NEILL, P. BRADLEY	PARTNER	0.30	247.50
MANNAL, DOUGLAS	PARTNER	12.40	10,230.00
FREJKA, ELISE S	SPEC COUNSEL	3.60	2,826.00
ZIDE, STEPHEN	ASSOCIATE	4.70	3,501.50
RINGER, RACHAEL L	ASSOCIATE	13.80	7,728.00
ALLARD, NATHANIEL	ASSOCIATE	<u>9.60</u>	<u>4,080.00</u>
TOTAL		<u>45.80</u>	<u>\$29,999.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/03/13	ZIDE, STEPHEN	Emails with M. Puntus re FHA fee (.1).	0.10	74.50
09/03/13	ECKSTEIN, KENNETH H.	Call with M. Puntus re FHA fee issues (.3), correspond with S. Zide re same (.4)	0.70	693.00
09/04/13	ZIDE, STEPHEN	Review Centerview revised retention (.2); email L. Parsons re same (.1); calls with M. Puntus re same (.2); correspond with K. Eckstein re same (.2).	0.70	521.50
09/09/13	ZIDE, STEPHEN	Review revised CVP fee letter (.3). Call with M. Puntus re same (.4); follow up correspondence with K. Eckstein re same (.2).	0.90	670.50
09/10/13	O'NEILL, P. BRADLEY	Correspond with A. Dove re: consultant retention.	0.30	247.50
09/10/13	ZIDE, STEPHEN	Correspondence with K. Eckstein re Centerview FHA sale fee (.3).	0.30	223.50
09/11/13	ZIDE, STEPHEN	Calls with J. Dermont, J. Dubel and M. Puntus re FHA sale fee (1.2).	1.20	894.00
09/11/13	MANNAL, DOUGLAS	TCF with K. Eckstein and J. Dubel re: CLO engagement (.4); revise CLO presentation (.8); and email with Alix re: same (.2).	1.40	1,155.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00018 (RETENTION OF PROFESSIONALS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/13/13	ZIDE, STEPHEN	Emails (.1) and calls (.2) with J. Dermont re FHA fee.	0.30	223.50
09/14/13	ZIDE, STEPHEN	Emails with J. Dermont re Centerview fee (.1).	0.10	74.50
09/16/13	ALLARD, NATHANIEL	Draft Quest retention application (3.3), Discussion w/ R. Ringer re: same (.2).	3.50	1,487.50
09/16/13	ZIDE, STEPHEN	Emails and calls with J. Dermont re FHA fee (.1); revise engagement re same (.1).	0.20	149.00
09/16/13	RINGER, RACHAEL L	Discuss Brodsky retention application with N. Allard (.2), e-mails with D. Mannal and S. Zide re: confidentiality agreement with Brodsky (.2).	0.40	224.00
09/17/13	ZIDE, STEPHEN	Correspondence with M. Puntus, J. Dermont and J. Dubel re FHA Centerview fee (.4); review same (.1).	0.50	372.50
09/17/13	RINGER, RACHAEL L	Prepare draft engagement letter for Quest (2.1).	2.10	1,176.00
09/18/13	MANNAL, DOUGLAS	Revise engagement letter for CLO (.7); office conference with R. Ringer re: same (.4); TCF with J. Dubel re: same (.2); Correspondence with MoFo and J. Brodsky re: retention(.3)	1.60	1,320.00
09/18/13	ZIDE, STEPHEN	Call with M. Puntus re FHA fee (.2); finalize letter re same (.2).	0.40	298.00
09/18/13	RINGER, RACHAEL L	Revise Quest engagement letter (2.0), e-mails (.8) and office conference with D. Mannal re: same (.4), further revise engagement letter (.5).	3.70	2,072.00
09/19/13	MANNAL, DOUGLAS	TCF w/ MoFo re: L. Kruger success fee (.2); TCF w/ J. Dubel re: same (.2); email with KL team re: same (.2).	0.60	495.00
09/20/13	FREJKA, ELISE S	Review draft retention application for Gadsden as expert witness (3); correspondence with R. Ringer regarding same (.1); correspond with M. Bove and R. Ringer regarding scope of retention of Gadsden and procedure (.2).	3.30	2,590.50
09/23/13	ECKSTEIN, KENNETH H.	Call with M. Puntus re CVP fee issues (.4)	0.40	396.00
09/24/13	ALLARD, NATHANIEL	Compile list of recent notices of appearances for Committee professional supplemental disclosures (.9), correspond w/ R. Ringer re: same (.1).	1.00	425.00
09/24/13	RINGER, RACHAEL L	Call with J. Brodsky re: Dorsey & Whitney retention, e-mails with D. Mannal re: same (.4)	0.40	224.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00018 (RETENTION OF PROFESSIONALS)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/25/13	ALLARD, NATHANIEL	Correspond w/ R. Ringer re: Centerview retention documents (.2); correspond w/ R. Ringer re: professional fees (.3); draft portions of application to retain Quest (1.5), correspond w/ R. Ringer re: same (.3), research same (.7). Further review (.4) and update (.4) Quest retention application, correspond w/ R. Ringer re: same (.1).	3.90	1,657.50
09/25/13	RINGER, RACHAEL L	Review CVP engagement letters, e-mails with D. Mannal and K. Eckstein re: same (.3), draft retention application for Quest (1.0), call with D. Mannal re: same (.3), revise retention application disclosure chart (.4), revise retention application (1.1), discuss same with D. Mannal (.6) and revise same (.6)	4.30	2,408.00
09/25/13	MANNAL, DOUGLAS	Revise Quest retention application (1.6); TCF w/ R. Ringer re: same (.3); discuss retention application for Quest with R. Ringer (.6).	2.50	2,062.50
09/25/13	ECKSTEIN, KENNETH H.	Correspondence with M. Puntus re CVP fee issues (.3)	0.30	297.00
09/26/13	ALLARD, NATHANIEL	Review Quest retention application (.8), correspond w/ R. Ringer re: same (.4).	1.20	510.00
09/26/13	FREJKA, ELISE S	Review revised retention application for Carter Ledyard and Gadsden.	0.30	235.50
09/26/13	MANNAL, DOUGLAS	Email summary of CVP fee structure to K. Eckstein and R. Ringer (.6); email w/ W&C re: same (.4).	1.00	825.00
09/27/13	RINGER, RACHAEL L	Call with UST re: retention for JSN expert (.5), email with UST re: Quest (.4), call with D. Mannal re CRO success fee (.5), review same (.3), calls with MoFo re same (1.2).	2.90	1,624.00
09/27/13	MANNAL, DOUGLAS	Correspondence w/ Debtors re: Quest engagement (.3); revise Quest retention application (.4); TCF w/ UST re: Quest and JSN expert (.3); review L. Kruger CRO success fee application (1.2); TCF w/ MoFo re: same (1.7) TCF w/ J. Dubel re: same (.3); TCF w/ C. Seigel re: same (.2); TCF w/ R. Ringer re: same (.5).	4.90	4,042.50
09/30/13	MANNAL, DOUGLAS	Email w/ K. Eckstein and B. O'Neill re: CVP fee structures (.4).	<u>0.40</u>	<u>330.00</u>
TOTAL			<u>45.80</u>	<u>\$29,999.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)

December 11, 2013
Invoice No. 636290

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ZIDE, STEPHEN	ASSOCIATE	0.50	372.50
RINGER, RACHAEL L	ASSOCIATE	22.10	12,376.00
ALLARD, NATHANIEL	ASSOCIATE	4.50	1,912.50
CHOUPROUTA, ANDREA	PARALEGAL	0.80	256.00
BESSNER, DEBORAH	PARALEGAL	0.40	118.00
TOTAL		<u>28.30</u>	<u>\$15,035.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/04/13	BESSNER, DEBORAH	Organize KL Filed fee apps for D. Mannal and D. Blabey.	0.40	118.00
09/04/13	CHOUPROUTA, ANDREA	Draft May cover letter.	0.80	256.00
09/04/13	RINGER, RACHAEL L	Review May cover letter (.4), e-mails with D. Bessner and A. Chouprouta re: finalizing May billing (.5)	0.90	504.00
09/06/13	RINGER, RACHAEL L	Review may billing for privilege and confidentiality issues in preparation for next interim fee application.	2.00	1,120.00
09/07/13	ZIDE, STEPHEN	Emails with R. Ringer re fee application hearing (.3).	0.30	223.50
09/08/13	ZIDE, STEPHEN	Emails with R. Ringer re open issues on fee applications (.2).	0.20	149.00
09/09/13	ALLARD, NATHANIEL	Review May bill for privilege issues in preparation of next interim fee application (.5), correspond w/ D. Bessner re: same (.3), update chart for Debtors re: fee hearing(.6), correspond w/ R. Ringer re: same (.3).	1.70	722.50
09/09/13	RINGER, RACHAEL L	Prepare May statement for submission (.5).	0.50	280.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/10/13	ALLARD, NATHANIEL	Review June bill for privilege issues in preparation of next interim fee application (2.5), correspond w/ A. Chouprouta, D. Bessner re: same (.3).	2.80	1,190.00
09/11/13	RINGER, RACHAEL L	Prepare supplemental back-up to fee application for UST (.5), review billing for privilege/confidentiality issues in preparation for next interim fee application (.7)	1.20	672.00
09/12/13	RINGER, RACHAEL L	Finalize billing and cover letter for submission to notice parties (1.0), review additional back-up detail for fee application (.9), e-mails with U.S. Trustee re: same (.5)	2.40	1,344.00
09/13/13	RINGER, RACHAEL L	E-mails with U.S. Trustee re: Coherent fee application (.3)	0.30	168.00
09/17/13	RINGER, RACHAEL L	Review proposed fee order, e-mails with E. Richards re: same (.6).	0.60	336.00
09/18/13	RINGER, RACHAEL L	Review billing for privilege and confidentiality issues in preparation for next interim fee application (2.0), e-mails with Committee professionals re: fee order (.2), further revise fee order (.5).	2.70	1,512.00
09/19/13	RINGER, RACHAEL L	Review billing for privilege and confidentiality issues in preparation for next interim fee application (4.5)	4.50	2,520.00
09/23/13	RINGER, RACHAEL L	Review billing for confidentiality and privilege issues in preparation for next interim fee application (2.4), meet with B. Becker re: June disbursements (.3).	2.70	1,512.00
09/25/13	RINGER, RACHAEL L	Review billing for privilege and confidentiality issues in preparation for next interim fee application (.8)	0.80	448.00
09/26/13	RINGER, RACHAEL L	Review billing for privilege and confidentiality issues in preparation for next interim fee application (2.8)	2.80	1,568.00
09/27/13	RINGER, RACHAEL L	Review billing for privilege and confidentiality issues in preparation for next interim fee application (.7)	<u>0.70</u>	<u>392.00</u>
TOTAL			<u>28.30</u>	<u>\$15,035.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00020 (AUTOMATIC STAY)

December 11, 2013
Invoice No. 636290

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
FREJKA, ELISE S	SPEC COUNSEL	3.90	3,061.50
KAUP, ANASTASIA N	ASSOCIATE	<u>23.80</u>	<u>11,781.00</u>
TOTAL		<u>27.70</u>	<u>\$14,842.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/02/13	KAUP, ANASTASIA N	Review numerous dockets and filings re: automatic stay (1.1); update summary spreadsheet and case calendar re: same (.6); emails w/ E. Frejka re: same (.1).	1.80	891.00
09/03/13	KAUP, ANASTASIA N	Review recent filing by borrower (.3); emails w/ E. Frejka re: class action settlement of borrower claims, status of same (.1); emails w/ E. Frejka, Debtors' counsel, S.A. re: rescheduling weekly conference call re: automatic stay, foreclosure and borrower matters (.1).	0.50	247.50
09/09/13	KAUP, ANASTASIA N	Review numerous dockets and documents re: automatic stay, foreclosures and borrowers (1.5); summarize same (.9); Correspondence w/ E. Frejka re: same (.3); emails w/ N. Allard re: same (.1); review hearing agenda re: same (.1).	2.90	1,435.50
09/10/13	KAUP, ANASTASIA N	Participate in T/C w/ Debtors' counsel, S.A. re: automatic stay, foreclosure and borrower matters (.4); prepare for same (.2); emails w/ D. Bessner re: hearing prep. for status conference in adversary proceeding (.2).	0.80	396.00
09/13/13	FREJKA, ELISE S	Review pending lift stay motions (.5) and analysis of same (.7).	1.20	942.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00020 (AUTOMATIC STAY)December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/16/13	KAUP, ANASTASIA N	Review numerous dockets and filings re: foreclosures and borrowers (1.9); update summary spreadsheet and case calendar re: same (.9); emails w/ E. Frejka, N. Allard re: same (.2).	3.00	1,485.00
09/17/13	KAUP, ANASTASIA N	Review dockets and filings re: automatic stay, foreclosure and borrower matters (2.1); summarize same for update summary spreadsheet (1.2); emails w/ Debtors' counsel, S.A., E. Frejka re: rescheduling conference call re: same (.1).	3.40	1,683.00
09/18/13	KAUP, ANASTASIA N	Participate in conference call w/ E. Frejka, Debtors' counsel re: automatic stay, foreclosure and borrower matters (.6); prepare for same including preparing materials for same (.2).	0.80	396.00
09/18/13	FREJKA, ELISE S	Prepare (.2) and participate in (.6) conference call with A. Kaup, N. Rosenbaum, E. Richards regarding pending automatic stay motions and borrower adversary proceedings; call with J. Krell regarding follow up to same (.1).	0.90	706.50
09/19/13	KAUP, ANASTASIA N	Research re: TILA claims issues re: automatic stay relief motion (1.7); emails w/ E. Frejka re: same (.1); emails w/ N. Allard re: recent filings re: automatic stay, foreclosures and borrowers (.2); emails w/ E. Frejka, Debtors' counsel, S.A. re: scheduling next week's conference call re: automatic stay matters (.1).	2.10	1,039.50
09/19/13	FREJKA, ELISE S	Conference call w/ MoFo regarding lift stay matters scheduled for hearing (.3).	0.30	235.50
09/23/13	KAUP, ANASTASIA N	Review dockets and filings re: automatic stay (2.1); update summary spreadsheet re: same (.7); emails w/ N. Allard re: same (.1).	2.90	1,435.50
09/24/13	KAUP, ANASTASIA N	Review numerous filings re: foreclosures, borrowers (1.1); update summary spreadsheet and case calendar re: same (.7); emails w/ E. Frejka, N. Allard re: same (.2).	2.00	990.00
09/25/13	KAUP, ANASTASIA N	Attend T/C w/ E. Frejka, Debtors' counsel, S.A. re: automatic stay, foreclosure and borrower matters (.7); review summaries of matters to prepare for same (.6).	1.30	643.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00020 (AUTOMATIC STAY)

December 11, 2013
Invoice No. 636290

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/25/13	FREJKA, ELISE S	Weekly call with N. Rosenbaum, J. Krell, S. Martin, A. Kaup regarding pending lift stay motions and strategy (.7); correspond re: Robinson motion to lift the stay with A. Kaup (.2); correspond re: Robinson motion to lift the stay with D. Mannal (.2).	1.10	863.50
09/26/13	KAUP, ANASTASIA N	Review (.8) and markup (1.0) draft objection to motion for relief from the automatic stay; summarize same for Committee update email (.2); emails re: same w/ E. Frejka, R. Ringer (.2).	2.20	1,089.00
09/26/13	FREJKA, ELISE S	Review Robinson lift stay motion.	0.40	314.00
09/27/13	KAUP, ANASTASIA N	Emails w/ N. Allard re: recent automatic stay, foreclosure and borrower-related filings (.1).	<u>0.10</u>	<u>49.50</u>
TOTAL			<u>27.70</u>	<u>\$14,842.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00024 (REGULATORY ISSUES)

December 11, 2013
Invoice No. 636290

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
MANNAL, DOUGLAS	PARTNER	3.70	3,052.50
RINGER, RACHAEL L	ASSOCIATE	<u>0.60</u>	<u>336.00</u>
TOTAL		<u>4.30</u>	<u>\$3,388.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/23/13	RINGER, RACHAEL L	E-mail to J. Brodsky re: remaining regulatory obligations.	0.60	336.00
09/25/13	MANNAL, DOUGLAS	Research FIRREA subpoena (2.1); correspond with B. Perlstein and K. Eckstein re: same (.5); email w/ J. Brodsky re: same (.2).	2.80	2,310.00
09/26/13	MANNAL, DOUGLAS	TCF w/ MoFo and B. Perlstein re: FIRREA claim (.9).	<u>0.90</u>	<u>742.50</u>
TOTAL			<u>4.30</u>	<u>\$3,388.50</u>

KRAMER LEVIN NAFTALIS & FRANKEL LLP

1177 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
PHONE 212.715.9100
FAX 212.715.8000

January 31, 2014

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF
UNSECURED
CREDITORS
NEW YORK, NY 10036

When remitting,
please reference:

Invoice Number: 638507
066069

REVISED FOR FINAL FEE APPLICATION

FOR PROFESSIONAL SERVICES rendered through October 31, 2013,
as per the attached time detail.

FEES	\$5,200,932.00
DISBURSEMENTS AND OTHER CHARGES	<u>197,886.02</u>
INVOICE TOTAL	<u>\$5,398,818.02</u>

Amounts due may be remitted by wire transfer.

Bank: Citibank, N.A.
153 East 53rd Street, 23rd Floor New York, N.Y. 10022
ABA No: 021000089
Account Name: Kramer Levin Naftalis & Frankel LLP Account AR
Account No.: 4979206709
Reference: Invoice No. 638507
Attention: Joseph Scotto (212) 559-6338

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID# 13-1944339

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)

January 31, 2014
Invoice No. 638507

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
RINGER, RACHAEL L	ASSOCIATE	2.60	1,456.00
ALLARD, NATHANIEL	ASSOCIATE	19.10	8,117.50
BESSNER, DEBORAH	PARALEGAL	<u>2.00</u>	<u>590.00</u>
TOTAL		<u>23.70</u>	<u>\$10,163.50</u>

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PHOTOCOPYING	14,133.20
PHOTOCOPYING / EXTERNAL VENDOR	20,665.80
CONFERENCE CALLS	31,410.35
WESTLAW ON-LINE RESEARCH	30,313.72
LEXIS/NEXIS ON-LINE RESEARCH	12,812.13
MESSENGER/COURIER	111.56
CAR SERVICE/CAB FARES	8,773.78
OVERTIME MEALS/IN-HOUSE	4,462.36
OUT-OF-TOWN TRAVEL	791.47
OVERTIME HOTEL	150.00
DOCUMENT RETRIEVAL FEES	963.60
BLOOMBERG LAW RETRIEVAL FEES	93.87
TRANSCRIPT FEES	49,717.81
MEETINGS	16,681.17
DATA HOSTING CHARGES	805.20
PROFESSIONAL & CONSULTING FEES	<u>6,000.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)

January 31, 2014
Invoice No. 638507

TOTAL DISBURSEMENTS AND OTHER CHARGES

\$197,886.02

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.5), update case calendar (.2).	0.70	297.50
10/01/13	BESSNER, DEBORAH	Update case calendar re important dates and deadlines.	0.30	88.50
10/02/13	ALLARD, NATHANIEL	Review recently filed pleadings (.4) and circulate same to internal KL team (.2), update case calendar (.2).	0.80	340.00
10/03/13	ALLARD, NATHANIEL	Correspond w/ E. Frejka and SilvermanAcampora re: borrower filings (.3); review and circulate recently filed pleadings to internal KL team (.5), update case calendar (.3).	1.10	467.50
10/03/13	BESSNER, DEBORAH	Circulate recently filed pleadings to internal KL team.	0.30	88.50
10/04/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.7), update case calendar (.2); review Committee work-plan prior to circulation, correspond w/ R. Ringer re: same (.5).	1.40	595.00
10/04/13	RINGER, RACHAEL L	Correspond with N. Allard re: Committee work plan (.5), revise same (1.0).	1.50	840.00
10/07/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.5); update case calendar (.5), correspond w/ D. Bessner re: same (.2); update email distribution lists (.2).	1.40	595.00
10/07/13	BESSNER, DEBORAH	Circulate recently filed pleadings (.3); update case calendar on Outlook (.4).	0.70	206.50
10/08/13	ALLARD, NATHANIEL	Update case calendar (.2), correspond w/ D. Bessner re: same (.2), review and circulate recently filed pleadings to internal KL team (.5).	0.90	382.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/09/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.5), update case calendar (.3).	0.80	340.00
10/10/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.5), update case calendar (.3).	0.80	340.00
10/11/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.7), update case calendar, correspond w/ D. Bessner re: same (.3).	1.00	425.00
10/14/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.5), update case calendar (.1).	0.60	255.00
10/14/13	RINGER, RACHAEL L	Correspondence with D. Mannal re: case WIP (.5), revise same (.6).	1.10	616.00
10/15/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.6), update case calendar (.2).	0.80	340.00
10/16/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.4), update case calendar and plan confirmation calendar (.3).	0.70	297.50
10/17/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.4), update case calendar (.3).	0.70	297.50
10/18/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.5), prepare orders for court signature, correspond w/ D. Bessner re: same (.4), update case calendar (.2).	1.10	467.50
10/18/13	BESSNER, DEBORAH	Update ResCap outlook calendar, circulate recently filed pleadings.	0.50	147.50
10/21/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.4), update case calendar (.3); review proposed orders prior to submission to court (.3).	1.00	425.00
10/22/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.4), update case calendar, correspond w/ D. Bessner re: same (.4)	0.80	340.00
10/23/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.6), update case calendar, correspond w/ D. Bessner re: same (.4).	1.00	425.00
10/23/13	BESSNER, DEBORAH	Update case calendar and circulate recently filed pleadings.	0.20	59.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/25/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.7), update case calendar, correspond w/ D. Bessner re: same (.5).	1.20	510.00
10/28/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.5), update case calendar (.3).	0.80	340.00
10/29/13	ALLARD, NATHANIEL	Review recently filed pleadings (.5), update case calendar (.1), review news re: ResCap recent developments (.2).	0.80	340.00
10/30/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.5), update case calendar (.2).	<u>0.70</u>	<u>297.50</u>
TOTAL			<u>23.70</u>	<u>\$10,163.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00002 (DIP FINANCING/CASH COLLATERAL)

January 31, 2014
Invoice No. 638507

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
CHIN, KENNETH	PARTNER	6.00	5,250.00
ZIDE, STEPHEN	ASSOCIATE	5.90	4,395.50
SHIFER, JOSEPH A	ASSOCIATE	6.00	4,170.00
BESSNER, DEBORAH	PARALEGAL	<u>0.40</u>	<u>118.00</u>
TOTAL		<u>18.30</u>	<u>\$13,933.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	SHIFER, JOSEPH A	Emails with R. Ringer, S. Zide, S. Tandberg, and J. Bessonette re Computershare escrow agreement.	0.70	486.50
10/01/13	BESSNER, DEBORAH	Email N. Hamerman re collateral report pleading.	0.10	29.50
10/01/13	ZIDE, STEPHEN	Correspondence with S. Martin and J. Shifer re pay down order (.4).	0.40	298.00
10/02/13	SHIFER, JOSEPH A	Correspondence with S. Zide and R. Ringer re interest escrow (.1), emails with A. Holtz and S. Tandberg re same (.1).	0.20	139.00
10/02/13	ZIDE, STEPHEN	Emails with T. Goren re Stipulation and Order re: JSN Pay Down (.3)	0.30	223.50
10/02/13	CHIN, KENNETH	Correspond with C. Siegel regarding Citibank MSR facility (.3); emails with Y. Chernyak regarding same (.5)	0.80	700.00
10/03/13	ZIDE, STEPHEN	Review comments to pay down stipulation (.4); calls with D. O'Donnell re same (.4); emails with T. Goren re same (.3); follow up discussions with T. Goren re same (.3).	1.40	1,043.00
10/04/13	ZIDE, STEPHEN	Emails with Milbank re pay down stipulation (.3).	0.30	223.50
10/06/13	ZIDE, STEPHEN	Email with T. Goren re JSN paydown (.1).	0.10	74.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00002 (DIP FINANCING/CASH COLLATERAL)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/07/13	ZIDE, STEPHEN	Emails with MoFo and Kirkland re paydown order (.5).	0.50	372.50
10/08/13	ZIDE, STEPHEN	Call with AlixPartners and J. Shifer re KCC proposal (.1); correspond with J. Shifer re same (.3)	0.40	298.00
10/08/13	SHIFER, JOSEPH A	Review computer share agreement (.3), correspondence with S. Zide and R. Ringer re: same (.4), extensive emails with A. Holtz re same (.2); call with AlixPartners and S. Zide re: KCC proposal (.1).	1.00	695.00
10/09/13	ZIDE, STEPHEN	Correspondence with J. Shifer and T. Goren re pay down order (.6); revise same (.2).	0.80	596.00
10/09/13	ZIDE, STEPHEN	Emails and calls with J. Shifer, J. Bessonette and A. Holtz re possible investment of company cash (.6).	0.60	447.00
10/09/13	CHIN, KENNETH	Phone calls with J. Schaefer regarding escrow and interest with ComputerShare (.3); phone calls with Citibank and HSBC (.3)	0.60	525.00
10/10/13	SHIFER, JOSEPH A	Correspondence with K. Chin re escrow interest (.2), follow up emails with S. Zide re same (.3)	0.50	347.50
10/11/13	BESSNER, DEBORAH	Compile Cash collateral stipulation binders.	0.30	88.50
10/11/13	ZIDE, STEPHEN	Emails with Milbank re paydown (.1). Call with company and AlixPartners re KCC cash proposal (.2).	0.30	223.50
10/14/13	ZIDE, STEPHEN	Emails with T. Goren, J. Shifer and D. O'Donnell re finalizing paydown stip (.4).	0.40	298.00
10/15/13	SHIFER, JOSEPH A	Emails with J. Bessonette and S. Zide re KCC Computershare proposal (.4), review and revise presentation re same (.8), correspondence with S. Zide re same (.4)	1.60	1,112.00
10/16/13	SHIFER, JOSEPH A	Emails with S. Zide, D. Mannal, J. Bessonette, S. Tandberg, and K. Chin re escrow proposals (.8), further revisions to presentation re same (.6)	1.40	973.00
10/16/13	ZIDE, STEPHEN	Emails with J. Shifer re KCC interest proposal (.3).	0.30	223.50
10/18/13	ZIDE, STEPHEN	Call with company re KCC proposal (.1).	0.10	74.50
10/23/13	CHIN, KENNETH	Review deposit with Citibank issues.	0.40	350.00
10/24/13	CHIN, KENNETH	Phone call with J. Schaefer and S. Tandberg regarding interest rate and new account	0.30	262.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00002 (DIP FINANCING/CASH COLLATERAL)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/24/13	SHIFER, JOSEPH A	Emails with K. Chin and S. Tandberg re interest proposal (.4)	0.40	278.00
10/27/13	SHIFER, JOSEPH A	Emails with S. Tandberg re interest proposal (.2)	0.20	139.00
10/28/13	CHIN, KENNETH	Review emails regarding interest rate; correspondence with J. Shifer and S. Tandberg re: same.	0.20	175.00
10/29/13	CHIN, KENNETH	Research on interest rate to each of BNY Mellon (.7), HSBC (.3) and PNC Bank (.3).	1.30	1,137.50
10/30/13	CHIN, KENNETH	Review interest rate inquiry with HSBC.	0.30	262.50
10/31/13	CHIN, KENNETH	Phone calls regarding interest rates with each of Citibank (.3), BNY Mellon (.8), PNC Bank (.6), J. Shifer (.2) and TD Bank (.2)	<u>2.10</u>	<u>1,837.50</u>
TOTAL			<u>18.30</u>	<u>\$13,933.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 (USE, SALE OR LEASE OF PROPERTY)

January 31, 2014
Invoice No. 638507

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	1.20	1,188.00
KROUNER, SHARI K.	PARTNER	9.50	8,312.50
ZIDE, STEPHEN	ASSOCIATE	0.40	298.00
SHIFER, JOSEPH A	ASSOCIATE	14.50	10,077.50
ALLARD, NATHANIEL	ASSOCIATE	0.70	297.50
DOVE, ANDREW	ASSOCIATE	<u>2.90</u>	<u>1,899.50</u>
TOTAL		<u>29.20</u>	<u>\$22,073.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	SHIFER, JOSEPH A	Emails with A. Barrage and J. DeMarco re Impac cure stipulation.	0.60	417.00
10/02/13	SHIFER, JOSEPH A	Correspondence with P. Bentley re Syncora cure issues (.4), research re same (1.2), confs with A. Barrage and J. DeMarco re Impac cure stipulation (.6), revisions to same (.8), follow up emails with S. Zide re same (.5).	3.50	2,432.50
10/03/13	KROUNER, SHARI K.	Review APAs re indemnity & further obligation issues (1.8); review Ambac cure stip (.8); correspondence w/ A. Dove re same (.3)	2.90	2,537.50
10/03/13	SHIFER, JOSEPH A	Revise Impac cure stipulation (1.2), emails with S. Zide re same (.4), emails with A. Barrage re same (.6), correspondence with P. Bentley re Syncora cure issues (.2), follow up emails with N. Allard re same (.3), research re same (.8), emails with S. Zide and D. Mannal re APA indemnity (.4), emails with A. Dove re Ambac cure stipulation (.6).	4.50	3,127.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 (USE, SALE OR LEASE OF PROPERTY)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/04/13	DOVE, ANDREW	Review APA documents re Ambac stipulation and issues raised by Ocwen (1.4). Confer w/ S. Krouner (.3) and J. Shifer (.3) re same. Correspond w/ N. Rosenbaum of MoFo re same (.2).	2.20	1,441.00
10/04/13	ALLARD, NATHANIEL	Correspond w/ S. Zide, J. Shifer re: sale-related documents and cure issues (.4), research re: same (.3).	0.70	297.50
10/04/13	KROUNER, SHARI K.	Review APA/Escrow issues (1.5); correspondence w/ Moelis re same (.4); review revised Ambac cure stip (1.1); confer w/ A. Dove re same (.3)	3.30	2,887.50
10/04/13	SHIFER, JOSEPH A	Confs with A. Dove re APA provisions (.3), follow up email re same (.2), research re Syncora cure claims (.6)	1.10	764.50
10/05/13	KROUNER, SHARI K.	Correspondence w/ A. Dove and J. Shifer team re indemnity and trust obligations	1.00	875.00
10/06/13	KROUNER, SHARI K.	Correspondence w/ KL team re DOJ & other trust obligations.	1.20	1,050.00
10/07/13	SHIFER, JOSEPH A	Emails with A. Barrage re Impac cure stipulation (.5), correspondence with S. Zide re same (.4), emails with A. Dove re Ambac cure issues (.4), follow up emails with AlixPartners team re: same (.2).	1.50	1,042.50
10/07/13	KROUNER, SHARI K.	Review Ocwen/Walter closing documents.	1.10	962.50
10/08/13	DOVE, ANDREW	Call w/ B. Guiney of Patterson re finalization of Ambac cure stip (.3).	0.30	196.50
10/09/13	DOVE, ANDREW	Correspond w/ MoFo re Ambac cure settlement (.4).	0.40	262.00
10/10/13	SHIFER, JOSEPH A	Review Impac stip and numerous emails with A. Barrage re same (.8)	0.80	556.00
10/10/13	ECKSTEIN, KENNETH H.	Analyze FHFA claim issues (.6), calls with Kirkland, re: same (.6).	1.20	1,188.00
10/11/13	SHIFER, JOSEPH A	Emails with A. Barrage re Impac stip (.3)	0.30	208.50
10/14/13	SHIFER, JOSEPH A	Emails with S. Hasan re Walter true-up (.3)	0.30	208.50
10/16/13	SHIFER, JOSEPH A	Confs with D. Mannal re Syncora cure issues (.2), emails with A. Holtz and S. Tandberg re same (.2)	0.40	278.00
10/23/13	SHIFER, JOSEPH A	Confs with S. Hasan re Walter true up (.7)	0.70	486.50
10/23/13	ZIDE, STEPHEN	Emails with MoFo re Impac cure negotiations (.4).	0.40	298.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 (USE, SALE OR LEASE OF PROPERTY)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/26/13	SHIFER, JOSEPH A	Emails with S. Zide and A. Barrage re Impac cure claims (.3)	0.30	208.50
10/29/13	SHIFER, JOSEPH A	Emails with S. Zide and D. Mannal re Syncora (.2), emails with S. Zide re Impac (.3).	<u>0.50</u>	<u>347.50</u>
TOTAL			<u>29.20</u>	<u>\$22,073.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
DIENSTAG, ABBE L.	PARTNER	38.70	33,862.50
ECKSTEIN, KENNETH H.	PARTNER	29.50	29,205.00
FRIEDMAN, ALAN R.	PARTNER	2.70	2,632.50
TRACHTMAN, JEFFREY S.	PARTNER	115.60	106,930.00
BENTLEY, PHILIP	PARTNER	50.20	44,929.00
SIMON, NORMAN	PARTNER	99.20	81,840.00
O'NEILL, P. BRADLEY	PARTNER	181.60	149,820.00
KAUFMAN, PHILIP	PARTNER	211.70	198,998.00
BESSONETTE, JOHN	PARTNER	109.40	90,255.00
HERZOG, BARRY	PARTNER	20.90	18,705.50
MANNAL, DOUGLAS	PARTNER	155.00	127,875.00
FREJKA, ELISE S	SPEC COUNSEL	47.10	36,973.50
ZIDE, STEPHEN	ASSOCIATE	191.00	142,295.00
CHASS, MARK	ASSOCIATE	26.30	20,382.50
TAYLOR, JOEL M.	ASSOCIATE	48.00	37,200.00
HAMERMAN, NATAN	ASSOCIATE	2.80	2,170.00
ARCHER, CAROL	ASSOCIATE	105.50	76,487.50
EGGERMANN, DANIEL M	ASSOCIATE	192.10	148,877.50
SHIFER, JOSEPH A	ASSOCIATE	74.30	51,638.50
SHARRET, JENNIFER	ASSOCIATE	39.10	27,174.50
COLEMAN, KRISTEN A	ASSOCIATE	6.40	4,192.00
BLABEY, DAVID E	ASSOCIATE	5.50	4,097.50
WOLF, BENJAMIN	ASSOCIATE	0.90	504.00
ZIEGLER, MATTHEW C	ASSOCIATE	19.10	10,696.00
RINGER, RACHAEL L	ASSOCIATE	150.40	84,224.00
DUNLAP, JEFFREY	ASSOCIATE	7.30	4,088.00
DENK, KURT M	ASSOCIATE	153.00	75,735.00
GUCCION, MARY K	ASSOCIATE	11.60	6,496.00
ALLARD, NATHANIEL	ASSOCIATE	150.20	63,835.00
GRIBBON, SARA B	ASSOCIATE	0.30	127.50
DOVE, ANDREW	ASSOCIATE	222.40	145,672.00
CIPOLLA, SANTO A.	PARALEGAL	25.30	7,716.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
BECKER, BRYON	PARALEGAL	2.90	855.50
BESSNER, DEBORAH	PARALEGAL	<u>57.70</u>	<u>17,021.50</u>
TOTAL		<u>2,553.70</u>	<u>\$1,853,512.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	ALLARD, NATHANIEL	Perform research re: liquidating trust provisions (4.0), correspond w/ C. Archer re: same (.7); create chart re: reporting requirements of liquidating trusts (1.8); correspond w/ S. Zide re: documents for plan (.4); update draft confi w/ Borrowers Claims Trustee (.3), correspond w/ E. Frejka re: same (.1); research releases for plan issues(.9), further correspond w/ S. Zide re: plan issues (.1).	8.30	3,527.50
10/01/13	BESSNER, DEBORAH	Continue compiling list of potential Confirmation witness references(1.7); correspond with S. Cipolla re same (.7).	2.40	708.00
10/01/13	RINGER, RACHAEL L	Prepare for (.1) and attend (.8) meeting with D. Eggermann and D. Blabey re: confirmation brief; emails with S. Zide re: status of plan supplement documents (1.0), e-mails with A. Dove, E. Frejka re: same (.3), discussion with D. Mannal and S. Zide re: LTA presentation (.2).	2.40	1,344.00
10/01/13	BESSONETTE, JOHN	Prepare for (.7) and meet (2.8) with J. Brodsky, T. Hamzehpour, D. Mannal, B. Herzog, A. Dienstag regarding LTA, transitioning, SEC reporting and related matters; revisions to presentation re: LTA issues (1.8).	5.30	4,372.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	DENK, KURT M	Review emails and notes re Plan Confirmation (.4). Correspondence with N. Simon & B. O'Neill re same (.3). Review Examiner's Report claim analysis (3) and summaries of same (2) and draft memo pertaining to Plan Confirmation witness designation matters (.4).	6.10	3,019.50
10/01/13	MANNAL, DOUGLAS	Prep for (.7); and attend meeting with J. Brodsky, T. Hamzehpour, A. Dienstag, C. Archer, S. Zide re: LTA and wind-down issues (2.8); revise presentation materials re: LTA and wind-down (1.4); attend portion of office conference with S. Zide and B. Herzog re: tax issues re: REMIC trusts (.7); discussion with R. Ringer and S. Zide re: LTA presentation (.2).	5.80	4,785.00
10/01/13	ARCHER, CAROL	Correspondence with D. Mannal, S. Zide, A. Dienstag re: LT Presentation (1.5), revisions to same (3.1). Meeting with E. Frejka, D. Flanigan, Borrower Trustee, D. Mannal re: Borrower Claims Trust Agreement and related matters (2.8). Attend portions of meeting with J. Brodsky, D. Mannal, S. Zide, A. Dienstag, J. Bessonette, B. Herzog and Debtor representatives re: liquidation trust issues (1.0). Research re: liquidating trusts and SEC reporting (1.0) correspondence with N. Allard re: same (.3), review summary chart re: same (.8); TC with A. Dienstag, R. Wynne, E. Brady re: comments to LTA (.5).	11.00	7,975.00
10/01/13	O'NEILL, P. BRADLEY	Emails with S. Zide re: liquidation analysis for confirmation (.2); emails with MoFo re: confirmation discovery (.1); Meet with K. Eckstein, D. Mannal, S. Zide re: confirmation strategy issues (1.0); review memo re: intercompany claims and confirmation issues(.9); CF S. Zide re: same (.8); review pleadings re: same (1.5); review 30(b)(6) notice re: same (.2); TC with C. Kerr and S. Zide re: confirmation hearing issues and prep (.5); emails D. Mannal, A. Dove re: securities claimants (.2).	5.40	4,455.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	DIENSTAG, ABBE L.	Call with G. Silfen re: liquidating trust issues (0.2); c/w S. Zide, B. Herzog re: liquidating trust presentation (0.3); Prepare for (.5) and attend (2.8) meeting with D. Mannal, S. Zide, B. Herzog, C. Archer, J. Bessonette, J. Brodsky, T. Hamzehpour, J. Horner to review liquidating trust and closing mechanics; review consenting claimant comments to LTA (0.3); t/c with C. Archer, R. Wynne, E. Brady of Jones Day re: same (0.5); mark-up deck re: liquidating trust issues in preparation for presentation to the committee (0.5); correspond with C. Archer re: same (0.2).	5.30	4,637.50
10/01/13	GUCCION, MARY K	Draft memo re confirmation and voting issue (1.1); perform further legal research re: same (.7); review pledge agreement (1.4); review emails from M. Chass re confirmation memo and comments re same (.2).	3.40	1,904.00
10/01/13	DOVE, ANDREW	Draft outline of potential confirmation issues and objections (4.6) and perform additional legal research re same (2.1).	6.70	4,388.50
10/01/13	KAUFMAN, PHILIP	Review (1.0) and analysis (1.7) of monoline proofs of claim and related documents for confirmation; review liquidating trust presentation (1.4); correspondence with D. Eggermann, B. O'Neill and S. Zide re: plan confirmation issues (1.4); emails with Debtors' counsel re: same (.7); review witness statements re: confirmation issues (2.7).	8.90	8,366.00
10/01/13	HERZOG, BARRY	Meeting w/ J. Brodsky, D. Mannal, S. Zide, A. Dienstag to discuss liquidating trust issues.	1.50	1,342.50
10/01/13	SHIFER, JOSEPH A	Emails with D. Harris re balloting issues.	0.30	208.50
10/01/13	EGGERMANN, DANIEL M	Legal research in connection with plan confirmation (.5); conf. w/ D. Blabey and R. Ringer re confirmation brief (.8).	1.30	1,007.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	ZIDE, STEPHEN	Calls with B. O'Neill and C. Kerr re confirmation witnesses and intercompany claim issues (.5). Emails with N. Allard re LT reporting (.6). Meet with K. Eckstein, B. O'Neill re discovery in connection with confirmation (1). Discuss confirmation preparation with B. O'Neill (.8); email MoFo re same (.2); Meet with B. Herzog and D. Mannal re plan tax issues (1.5); comment on UCC presentation on plan distributions (.8); emails with C. Archer and A. Dienstag re same (.5). Attend portion of meeting with J. Brodsky, A. Dienstag, B. Herzog, J. Bessonette, C. Archer re transition issues (1); discussion with D. Mannal and R. Ringer re: LTA presentation (.2).	7.10	5,289.50
10/01/13	BLABEY, DAVID E	Discuss confirmation brief with R. Ringer and D. Eggermann.	0.80	596.00
10/01/13	CHASS, MARK	Review draft memo re JSN voting issues for confirmation (.8), email correspondence with M. Guccion re issues and questions re same (.6).	1.40	1,085.00
10/01/13	FREJKA, ELISE S	Email with S. Linde regarding insurance cooperation agreement between Liquidating Trust and Borrower Trust (.1).	0.10	78.50
10/01/13	ECKSTEIN, KENNETH H.	Review Liquidating Trust report (.3) and preparation for Committee presentation re: same (.4), attend portion of meeting with B. O'Neill, S. Zide re: confirmation issues (.3).	1.00	990.00
10/02/13	ALLARD, NATHANIEL	Correspond w/ C. Archer re: plan-related documents (.2); research plan precedent (.3), correspond w/ S. Zide re: same (.2).	0.70	297.50
10/02/13	BESSONETTE, JOHN	Correspondence with A. Dienstag, S. Zide, C. Archer regarding LTA (.8), review LTA presentation (2.0).	2.80	2,310.00
10/02/13	SIMON, NORMAN	Analysis review of Examiner report for confirmation/Phase II issues (1.3); Calls with K. Denk, B. O'Neill, J. Trachtman re: confirmation issues (.2); Correspondence with J. Trachtman, D. Blabey, A. Dove, B. O'Neill, D. Donavan, C. Kerr re: confirmation issues (.6); correspondence with G. Lee re: same (.1).	2.20	1,815.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/02/13	DENK, KURT M	Review case status update emails re matters relevant to Plan Confirmation (.4); call with N. Simon, J. Trachtman, B. O'Neill re: plan confirmation (.2).	0.60	297.00
10/02/13	RINGER, RACHAEL L	Draft portion of outline for confirmation brief (.4), call w/ A. Dienstag, S. Zide, C. Archer, Consenting Claimants re: liquidating trust issues (.8), draft outline of confirmation brief (1.6), correspondence with S. Zide re: trust issues, correspondence with A. Dienstag, S. Zide, J. Bessonette re: same (.4).	3.20	1,792.00
10/02/13	MANNAL, DOUGLAS	Office conference with Quinn, AIG, B. O'Neill, A. Dove re: confirmation fact testimony re: securities claims (.6); office conference with B. O'Neill, K. Eckstein, G. Horowitz re: confirmation strategy (.2); TCF w/ B. O'Neill and MoFo re: same (.3); office conference with counsel for borrowers (Kessler) re: plan process (.5).	1.60	1,320.00
10/02/13	ARCHER, CAROL	Conferences with S. Zide re: liquidating trust presentation (.5), finalize same (1.0). Review Debtors presentation re: same (.9). Conference call with Jones Day, consenting claimants, A. Dienstag, S. Zide, R. Ringer re: LTA (.8). Review revisions to LTA presentation for UCC (1.2).	4.40	3,190.00
10/02/13	O'NEILL, P. BRADLEY	CF N. Simon, J. Trachtman, K. Denk re: plan discovery (.2); review Disclosure Statement materials (1); CF D. Blabey re: confirmation (.2); meeting with Quinn, D. Mannal, A. Dove, AIG re: confirmation (.6); review 30(b)(6) notice re: confirmation (.2); CF S. Zide re: discovery protocol (.2); CF S. Zide re: intercompany claim issues (.3); review MoFo memo re: same (.2); TC D. Mannal, C. Kerr re: logistics for confirmation (.3); conference with D. Mannal, K. Eckstein, G. Horowitz re: confirmation strategy (.2).	3.40	2,805.00
10/02/13	DOVE, ANDREW	Attend portion of meeting w/ S. Shelley of Quinn, AIG, D. Mannal, and B. O'Neill re PSC settlement approval and confirmation process (.6). Prepare for same (1.4). Draft (3.3) and revise (2.4) memo re FHFA confirmation and treatment issues;	7.70	5,043.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/02/13	DIENSTAG, ABBE L.	C/w S. Zide, C. Archer re: liquidating trust presentation deck for UCC (0.5); present to UCC on LTA and timeline to effectiveness (1.5); t/c with S. Zide, R. Ringer, C. Archer, R. Wynne and consenting claimants re: LTA (0.8), including preparation for same (0.7).	3.50	3,062.50
10/02/13	GUCCION, MARY K	Correspond w/ M. Chass re confirmation issue (1.0); revise memo re: voting and impairment re: same (1.2); expand analysis of circuit authority (4.0) and other persuasive authority (2.0) re: same.	8.20	4,592.00
10/02/13	KAUFMAN, PHILIP	Continue analysis of monoline proofs of claim and related complaints for confirmation (4.6); review JSN's discovery requests re: plan confirmation (.9); emails with Committee members' counsel re: confirmation issues (.8); review hearing transcripts re: potential confirmation issues (1.8).	8.10	7,614.00
10/02/13	TRACHTMAN, JEFFREY S.	Review third party release chart and materials (.7); call with N. Simon, K. Denk, B. O'Neill re: plan confirmation (.2).	0.90	832.50
10/02/13	EGGERMANN, DANIEL M	Draft portions of confirmation brief re: monoline claims/settlement.	3.50	2,712.50
10/02/13	BESSNER, DEBORAH	Create binders for K. Denk re confirmation witnesses (3.6); emails re: Plan WIP to R. Ringer (.1); compile precedent confirmation briefs for R. Ringer (.6).	4.30	1,268.50
10/02/13	ZIDE, STEPHEN	Correspond with A. Dienstag, C. Archer and D. Mannal re presentation on liquidation trust (1). Review JSN confirmation discovery (.7). Review comments to LTA (.5); call with consenting claimants re same (.6). Discuss plan supplement documents with R. Ringer and N. Allard (.4); begin preparing same (.5); call with A. Dienstag, C. Archer, R. Ringer re: LTA issues (.8).	4.50	3,352.50
10/02/13	ZIDE, STEPHEN	Participate in portion of call with C. Archer, A. Dienstag re: presentation deck for UCC (.2).	0.20	149.00
10/02/13	CHASS, MARK	Correspondence with M. Guccion re draft memo re voting and impairment (.4), review revised memo re same (.9), review plan re treatment of JSNs, Wells Fargo, UMB (1.9), draft fact section of impairment memo (.7)	3.90	3,022.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/02/13	FREJKA, ELISE S	Call with D. Mannal regarding date for determining distributions (.2).	0.20	157.00
10/03/13	DOVE, ANDREW	Attend meeting w/ J. Trachtman, N. Simon, D. Blabey, and N. Allard re third party release diligence, research, and briefing (1.2).	1.20	786.00
10/03/13	ALLARD, NATHANIEL	Prepare for (1.0) and attend (1.2) meeting w/ J. Trachtman, N. Simon, D. Blabey, A. Dove re: third-party releases; follow-up research re: same (3.8).	6.00	2,550.00
10/03/13	DENK, KURT M	Correspondence with N. Simon re Plan Confirmation workflow (.5) . Review Examiner's Report claim analysis for confirmation issues (4) review related KL memos re: JSN allegations and claims analysis (2) draft memo pertaining to Plan Confirmation witness designation matters (2.8).	9.30	4,603.50
10/03/13	SIMON, NORMAN	Preparation for meeting on release confirmation issues (.6); Meeting with J. Trachtman, D. Blabey, A. Dove, N. Allard on release confirmation issues (1.2); Analysis of release confirmation issues and review of case law re: jurisdiction (3.5); Correspondence with G. Lee, C. Kerr, B. O'Neill re: confirmation issues (.4).	5.70	4,702.50
10/03/13	O'NEILL, P. BRADLEY	Review Dermont confirmation witness outline (.5); meet with Moelis re: same (1.7); review D. Mannal emails re: plan discovery settlement (.5); correspondence with KL confirmation team re: meeting with Debtors (.3); emails with D. Mannal re: same (.2); CF P. Kaufman re: confirmation status (.3).	3.50	2,887.50
10/03/13	RINGER, RACHAEL L	Prepare plan supplement documents re: LT Board and LT Management (.4), draft confirmation brief outline (1.3), update plan WIP (.2), correspondence re: Plan WIP and Plan Supplement with S. Zide (.8), call with K. Eckstein, D. Mannal and S. Zide re: confirmation (.9)	3.60	2,016.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/03/13	KAUFMAN, PHILIP	Review confirmation witness summaries (1.1); continue analysis of deposition transcripts and witness declarations (4.0); CF with B. O'Neill re: confirmation status (.3); call with K. Coleman re: confirmation depositions and discovery (.5).	5.90	5,546.00
10/03/13	BESSONETTE, JOHN	Review Ocwen APA indemnity obligations (2.1); revise LTA re: same (.6); emails with A. Dienstag and C. Archer regarding same (.5).	3.20	2,640.00
10/03/13	TRACHTMAN, JEFFREY S.	Meet with D. Blabey, A. Dove, N. Simon, N. Allard re: release confirmation issues (1.2).	1.20	1,110.00
10/03/13	ARCHER, CAROL	Review comments to LTA (3.1), numerous revisions to LTA re: trust issues (3.2), emails w/J. Bessonette, A. Dienstag re: same (1.0). Comments to Committee Professionals Work Plan, related email to R. Ringer (.3). Draft email to Consenting Claimants re: LTA, related emails w/ S. Zide, review distribution of LTA (.5)	8.10	5,872.50
10/03/13	EGGERMANN, DANIEL M	Meeting w/ Moelis and KL team re plan confirmation preparation.	1.50	1,162.50
10/03/13	DIENSTAG, ABBE L.	Correspondence with J. Bessonette, C. Archer re: 40 Act issues and communication with Cleary Gottlieb re: same.	0.20	175.00
10/03/13	BESSNER, DEBORAH	Input S. Zide's edits into Marano Direct testimony (1.5); run redline re same (.2).	1.70	501.50
10/03/13	COLEMAN, KRISTEN A	Call with P. Kaufman re: upcoming confirmation depositions and discovery (.5); review confirmation strategy memo re: same (1.2)	1.70	1,113.50
10/03/13	ZIDE, STEPHEN	Meeting with B. Klein, S. Hasan, D. Mannal, D. Blabey, D. Eggermann and B. O'Neill re J. Dermont confirmation testimony (1.5). Call with K. Eckstein, L. Kruger, G. Lee and T. Goren re confirmation issues with JSNs (.7); review summary of proposal re same (.2). Calls with B. Klein re Dermont testimony (.4). Meet with D. Mannal and K. Eckstein re potential JSN stipulation (.6); follow up call with L. Kruger, G. Lee, K. Eckstein and D. Mannal re same (.8). Draft form disclosure for plan supplement and email J. Dubel re same (.4).	4.60	3,427.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/03/13	BESSNER, DEBORAH	Compile binders re documents organized for K. Denk re confirmation witnesses.	2.00	590.00
10/03/13	SHIFER, JOSEPH A	Emails with D. Harris and M. Talarico re voting analysis and unit holder analysis (.4), review preliminary voting report re: confirmation (.8), follow up emails with D. Harris re: same (.3), emails with D. Mannal re unit holder analysis (.3).	1.80	1,251.00
10/03/13	BLABEY, DAVID E	Meet with N. Simon, J. Trachtman, A. Dove and N. Allard to discuss third party release issues for confirmation (1.2); emails with R. Ringer re same (.1); meet with Moelis, KL team to discuss Dermont confirmation testimony (1.5); email to A. Dove and N. Allard re third party release research (.1); draft confirmation WIP (.3).	3.20	2,384.00
10/03/13	CHASS, MARK	Emails with M. Guccion re impairment memo and voting issues (.3), correspondence with J. Shifer re same (.3)	0.60	465.00
10/03/13	MANNAL, DOUGLAS	Review objection to NJ Carpenters' judgment reduction (.3); email w/ A. Friedman re: same (.2); prepare for (.2) and attend office conference with KL and Moelis teams re: J. Dermont declaration and testimony at confirmation (1.5); research re: Liquidation Trust obligations under DOJ agreement (1.8); TCF w/ J. Brodsky re: same (.2); TCF w/ counsel for JSNs re: possible stip re: confirmation objections (1.1), meet with S. Zide and K. Eckstein re: same (.6); draft summary of proposed terms (1.3); TCF w/ MoFo, K. Eckstein, S. Zide re: same (.8); revise proposal re: same (1.8).	9.80	8,085.00
10/03/13	ECKSTEIN, KENNETH H.	Call with G. Uzzi and T. Walper re confirmation issues (.4); c/w D. Mannal, S. Zide re: same (.6), call with T. Goren re same (.4).	1.40	1,386.00
10/04/13	DOVE, ANDREW	Review revised PSC Trust Agreement provided by Quinn (.4) and correspond w/ Quinn re same (.3). Confer w/ J. Beha and J. Rothberg re confirmation strategy (.6). Confer w/ S. Shelley of Quinn re: same (.3).	1.60	1,048.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/04/13	ALLARD, NATHANIEL	Perform legal research re: third-party releases (3.0), update summary chart re: same (.5), correspond w/ D. Bessner re: same (.2).	3.70	1,572.50
10/04/13	SIMON, NORMAN	Meeting with K. Denk re: confirmation witness prep (.5); analysis of third party release confirmation issues and cases (2); Correspondence with R. Ringer, A. Dove, D. Blabey re: AFI outstanding litigation and review of same (.5); analysis of confirmation witness material (2.5) and correspondence with B. O'Neill, D. Blabey re: same for witness prep (.7); review of K. Denk analysis of MMLPSA issues (.3). Review of Hamzehpour witness material (2.8).	9.30	7,672.50
10/04/13	BENTLEY, PHILIP	Analyze monoline confirmation issues.	0.80	716.00
10/04/13	DENK, KURT M	Meet with N. Simon re: witness prep (.5) and conduct document database research re: plan confirmation (1.1); review Examiner's Report claim analysis re: same (3) review draft KL memos re: claims analysis (1) and draft memo pertaining to Plan Confirmation witness designation matters (1.2).	6.80	3,366.00
10/04/13	KAUFMAN, PHILIP	Conferences with B. O'Neill, D. Eggermann, D. Blabey re: confirmation issues and strategy (1.4); review deposition transcripts and exhibits re: confirmation witnesses (5.6); emails with Debtors' counsel and MBIA counsel re: plan discovery and strategy (.8).	7.80	7,332.00
10/04/13	BESSNER, DEBORAH	Organize potential exhibits for N. Simon re potential confirmation witnesses.	1.00	295.00
10/04/13	COLEMAN, KRISTEN A	Correspond with P. Kaufman re: plan confirmation (1.4).	1.40	917.00
10/04/13	TRACHTMAN, JEFFREY S.	Review release summary chart and caselaw re: confirmation issues (1.1).	1.10	1,017.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/04/13	BESSONETTE, JOHN	Correspondence with MoFo and KL regarding indemnity obligations and retained liabilities (.5), review of related provisions re: LTA (1.3); call with S. Zide and J. Dubel re: liquidating trust (.7); correspondence with A. Dienstag, C. Archer, S. Zide, P. McElvain regarding Liq. Trust Agreement (.8) comments to same to finalize for distribution (.8); emails with A. Dienstag and C. Archer regarding SEC reporting and registration (.8); review (.4), revise (.7) and finalize (.6) LTA with C. Archer following Jones Day and Cleary comments for distribution to Committee.	6.60	5,445.00
10/04/13	ARCHER, CAROL	Review revisions to LTA (2.2), correspondence w/ J. Bessonette, A. Dienstag, S. Zide, Jones Day, Allstate re: same (1.5), review distribution thereof to Consenting Claimants (1.2). revise (.6) and finalize (.7) Draft memo re: SEC reporting of Trust Units (.5).	6.70	4,857.50
10/04/13	O'NEILL, P. BRADLEY	Review memos re: analysis of intercompany claims (2.2); review disclosure statement re: same (.5); review Ally 30(b)(6) re: confirmation witnesses (.2); prepare confirmation WIP (.5).	3.40	2,805.00
10/04/13	BESSNER, DEBORAH	Emails w/ N. Allard re: third party releases cases.	0.80	236.00
10/04/13	ZIDE, STEPHEN	Emails with Wells Fargo re plan issue (.1). Emails with A. Alves re RMBS Trust agreement (.1). Review comments from P. McElvain on Liquidating Trust (.2); emails with J. Bessonette and C. Archer re same (.2); call with P. McElvain re same (.3); follow up calls with J. Dubel and J. Bessonette re same (.7); finalize plan supplement re management and email consenting claimants re same (.4); follow up emails re same (.1). Review proposal to streamline confirmation (.3).	2.40	1,788.00
10/04/13	SHIFER, JOSEPH A	Review FTI analysis re unit holders (1.2), follow up emails with D. Mannal, A. Dienstag, J. Bessonette, and C. Archer re same (.3).	1.50	1,042.50
10/04/13	BLABEY, DAVID E	Attend part of call with MoFo re confirmation WIP.	0.50	372.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/04/13	FREJKA, ELISE S	Email with S. Linde regarding cooperation agreement between Liquidating Trust and Borrower Trust (.2).	0.20	157.00
10/04/13	RINGER, RACHAEL L	Correspondence with N. Simon re: AFI litigation (.5), revise outline of confirmation brief, including discussion of subordination issues, global settlement and 1129 factors (3.3).	3.80	2,128.00
10/05/13	ZIDE, STEPHEN	Email with J. Horner re tax issues/liquidating trust (.1). Review emails by R. Ringer and C. Archer re liquidation trust (.2).	0.30	223.50
10/06/13	ALLARD, NATHANIEL	Update plan confirmation timeline and calendar (.3); research third-party releases (1.2), update summary chart re: same (.3).	1.80	765.00
10/06/13	ZIDE, STEPHEN	Emails with K. Weitnauer re plan issues (.4).	0.40	298.00
10/06/13	DENK, KURT M	Correspondence with N. Simon & D. Blabey re Plan Confirmation issues (.5), and review relevant produced documents re same (2).	2.50	1,237.50
10/06/13	BESSONETTE, JOHN	Prepare draft of memo to J. Brodsky re SEC registration reporting requirements (1.5); e-mails with A. Dienstag and C. Archer re: same (.7).	2.20	1,815.00
10/06/13	DIENSTAG, ABBE L.	Review of FTI list of claimholders for purposes of determining number of Unit holders post-emergence.	0.20	175.00
10/07/13	BESSNER, DEBORAH	Compile binder re DOJ consent order for J. Sharret (.2); compile copies of S. Winn's expert report for P. Bentley (.4); correspond with K. Denk re JSN witnesses in confirmation (.3).	0.90	265.50
10/07/13	ALLARD, NATHANIEL	Draft chart of plan confirmation work-flow (2.0), correspond w/ D. Mannal, R. Ringer re: same (.4); correspond w/ S. Zide re plan supplement documents, review same (.4); further update plan confirmation work-flow (1.4); research re: third-party releases (1.0); correspond w/ K. Denk, A. Dove re: same (.5).	5.70	2,422.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/07/13	SIMON, NORMAN	Edit draft Dermont declaration (.4) meeting with K. Denk re: same (.4); Correspondence with D. Rains, D. Donavan, K. Denk, D. Blabey, J. Trachtman (.3); Correspondence with A. Dove re: release issues (.5); Review material re: B. Westman for deposition prep. (.5); analyze materials re: MMLPSA contract claim (2.5); Correspondence with B. O'Neill, K. Denk re: confirmation witnesses (.2); Preparation for meeting with AFI Debtors on release issues (1.6).	6.40	5,280.00
10/07/13	ZIDE, STEPHEN	Prepare for (.9) and meet with MoFo, K. Eckstein, B. O'Neill and D. Mannal re preparation for confirmation witnesses on intercompany claims (2.7). Call with K. Eckstein, D. Mannal and B. O'Neill and G. Uzzi and MoFo re plan process and coordination of contested hearing (1). Draft open items list re plan supplement list (.4); speak with E. Frejka and R. Ringer re same (.5). Emails and call with J. Bessonette re RMBS trust agreement and comments to liquidation trust (.4).	5.90	4,395.50
10/07/13	DENK, KURT M	Review case status email updates re: confirmation issues (.3) draft notes relating to matters relevant to Plan Confirmation (.5). Correspond with N. Simon and D. Blabey (.6) and N. Allard (.4) and meet with N. Simon (.4) re JSN and Plan Confirmation issues; review documents (2.1) and draft memo re: JSN claims analysis and litigation strategy for confirmation (4.8).	9.10	4,504.50
10/07/13	ARCHER, CAROL	Conferences w/J. Bessonette, A. Dienstag re: SEC reporting analysis regarding the Liquidating Trust (1) and draft memo re: same and re: securities law research (8.2). emails with RMBS Trustees re: RMBS Trust Agreement (.3)	9.50	6,887.50
10/07/13	BESSONETTE, JOHN	Emails with S. Zide (.4) and conferences with C. Archer, A. Dienstag (1) regarding SEC reporting issues, precedent liquidating trusts supervise research regarding same (3.0); supervise research re: liquidating trust issues (1.2); review DOJ issues in context of LTA (.5); email to J. Shifer regarding same (.2).	6.30	5,197.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/07/13	O'NEILL, P. BRADLEY	TC D. Mannal re: MoFo confirmation meeting (.2); review letters from JSNs re: plan/confirmation discovery (.3); meeting with MoFo, S. Zide, D. Mannal, K. Eckstein re: intercompanies, plan preparations (2.7); emails B. Schulman, MoFo re: H5 (.1); Call with K. Eckstein, D. Mannal, S. Zide, G. Uzzi and MoFo re plan process and coordination of contested hearing (1).	4.30	3,547.50
10/07/13	EGGERMANN, DANIEL M	Draft portion of plan confirmation brief re: monoline settlements.	2.00	1,550.00
10/07/13	KAUFMAN, PHILIP	Analysis of relevant produced documents in preparation for depositions of potential confirmation witnesses (4.4); review of same (3.0); numerous correspondence with B. O'Neill, D. Eggermann, S. Zide and Debtors' counsel re: Phase II/confirmation discovery (1.8).	9.20	8,648.00
10/07/13	FREJKA, ELISE S	Call with S. Zide regarding annexes to plan supplement (.2); revise subordination claim schedule for plan supplement (.2); draft borrower-related causes of action for plan supplement (.7); call with C. Archer regarding Borrower Trust Agreement (.3); outline open issues for trust agreement (.5); review Borrower Trust True-Up updated numbers (.3); emails with D. Mannal, R. Ringer, N. Rosenbaum regarding same (.2).	2.40	1,884.00
10/07/13	HERZOG, BARRY	Draft memo on open tax issues re: liquidating trust.	1.80	1,611.00
10/07/13	HERZOG, BARRY	Comment on tax portions of draft RMBS Claims Trust agreement.	0.90	805.50
10/07/13	DOVE, ANDREW	Draft documents for Plan Supplement (1.0). Assemble materials for third party release jurisdictional analysis (.7). Review insurance contracts per same (3.3) and draft summary of same (.5).	5.50	3,602.50
10/07/13	CHASS, MARK	Review email correspondence with MoFo, J. Shifer re plan treatment of JSN claims (.2), emails with D. Harris re plan treatment of JSNs, UMB, Wells Fargo (.2), draft memo re voting and impairment (1.1), draft outline of memo (.7), email corr with M. Guccion re same (.3).	2.50	1,937.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/07/13	MANNAL, DOUGLAS	Review Debtors' intercompany claim memo (.6); attend meeting at Mofo w/ K. Eckstein, B. O'Neill and S. Zide re: confirmation strategy and intercompany claims (2.7); attend conf call w/ counsel for JSNs, K. Eckstein, B. O'Neill and S. Zide re: limiting scope of confirmation hearing discovery and trial (1); correspond with co-defendants' counsel and plaintiffs' counsel re: judgment reduction provision in the plan (.2); revise plan supplement Borrower True Up notice (.2).	4.70	3,877.50
10/07/13	ECKSTEIN, KENNETH H.	Attend meeting at MoFo with S. Zide, B. O'Neill, and D. Mannal re Phase 2 and confirmation issues(2.5).	2.50	2,475.00
10/07/13	ECKSTEIN, KENNETH H.	Call with G. Uzzi, T. Walper, MoFo re confirmation discovery and objections (1.0).	1.00	990.00
10/07/13	RINGER, RACHAEL L	Discussions with S. Zide and E. Frejka re: plan supplement documents (.5), revise borrower trust true-up presentation (1.7), emails with D. Mannal and E. Frejka re: same (.4).	2.60	1,456.00
10/08/13	DOVE, ANDREW	Attend meeting w/ Kirkland, MoFo, and N. Simon, J. Trachtman, B. O'Neill, and D. Mannal re third-party release and other confirmation issues (2.0) and prepare for same (1.1).	3.10	2,030.50
10/08/13	ALLARD, NATHANIEL	Research plan releases (1.5), research documents re: same (.5). Update confirmation work-flow chart (.7), correspond w/ R. Ringer re: same (.1)	2.80	1,190.00
10/08/13	SIMON, NORMAN	Prepare for meeting on third party releases (1.5); Meeting with J. Trachtman re: third party releases (.4); Meet with D. Donovan, M. Glick, R. Schrock, G. Lee, C. Kerr, J. Trachtman, A. Dove, B. O'Neill, D. Mannal re: third party releases (2.0); correspondence with attendees re: same (.5); Correspondence with D. Donovan, K. Eckstein, D. Mannal, K. Denk re: confirmation issues (.4)	4.80	3,960.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/08/13	DENK, KURT M	Review case status email updates relating to matters relevant to Plan Confirmation (.3). Corresponded with N. Simon, B. O'Neill, D. Blabey, and counsel for Debtors (.9) re JSN and Plan Confirmation issues; reviewed documents (1.1), supervise S. Cipolla workflow (.3), and draft memo re: JSN claims analysis and litigation strategy (1.5) Prepare for (1) and attend portion of (.7) meeting with D. Mannal, B. O'Neill, J. Trachtman, N. Simon, A. Dove and counsel for Debtors and AFI re JSN and Plan Confirmation issues.	5.80	2,871.00
10/08/13	BESSNER, DEBORAH	Draft notice of filing plan supplement.	1.40	413.00
10/08/13	O'NEILL, P. BRADLEY	Prepare for (.6) and meet with (2.0)Debtors, K&E, A. Dove, N. Simon, J. Trachtman, B. O'Neill re: releases and claims; emails with K. Denk re: confirmation witnesses (.2); review N. Simon email re: release presentation (.2); email MoFo re: H5 (.2); TCs with C. Siegel re: same (.2); CF D. Blabey re: confirmation witness prep (.2); CF P. Kaufman re: intercompanies and confirmation issues (.5).	4.10	3,382.50
10/08/13	SHARRET, JENNIFER	Review portions of liquidating trust agreement re: DOJ settlement (1) and correspond with J. Bessonette re: same (.5); draft proposed language for trust (.3); draft talking points of DOJ issues (1.0).	2.80	1,946.00
10/08/13	ARCHER, CAROL	Correspond w/J. Bessonette, A. Dienstag, J. Shifer re: SEC reporting analysis memo (2), review draft of same (2); securities law research re: same(3.1). Prepare LTA outstanding issues list (1.3). Conf call w/Cleary, Jones Day, S. Zide, J. Bessonette re: LTA and Plan Supplement changes (.5). Review (.2)and comment (.5) on RMBS Trust Agreement, conf w/Seward & Kissel re: same (.4), correspondence w/J. Bessonette, A. Dienstag, S. Zide, A. Dove relating to trust agreements (.3).	10.30	7,467.50
10/08/13	TRACHTMAN, JEFFREY S.	Meet with N. Simon, D. Mannal, A. Dove, B. O'Neill, and Kirkland and MoFo counsel re: third party release presentation (2); prepare for meeting (.4); meet with N. Simon re: third party releases (.4).	2.80	2,590.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/08/13	BESSONETTE, JOHN	Emails with S. Segal regarding DOJ reserve, board provisions in LTA agreement (1.0); numerous revisions to SEC reporting memo re: liquidating trust provisions re: same (6.2); analysis of claims holders (.5) , conference call with co-chairs regarding LTA open points (.5); conference call with Jones Day, Cleary and S. Zide regarding Plan, LTA (.6) follow up analysis regarding non-cash reserves; and language regarding same (1.8); numerous emails regarding all open Plan Supplement matters (5.7).	16.30	13,447.50
10/08/13	KAUFMAN, PHILIP	Conference call with Committee members' counsel and Debtors' counsel re: plan confirmation issues and preparation (1.1); meeting with MoFo and prospective witness re: prep for depositions (6.2); review documents in prep for witness depositions re: confirmation (1.4); numerous emails with D. Eggermann, B. O'Neill and Debtors' counsel re: strategies, issues (1.2).	9.90	9,306.00
10/08/13	EGGERMANN, DANIEL M	Call w/Cadwalader and P. Kaufman re plan confirmation preparation (1.0); draft plan confirmation brief re: monoline settlements (3.6); factual research re same (2.2)	6.80	5,270.00
10/08/13	FREJKA, ELISE S	Conference call with J. Wishnew, N. Rosenbaum, M. Talerico, D. Mannal, R. Ringer regarding Borrower Trust True-Up (.4); emails with R. Ringer re: same (.2).	0.60	471.00
10/08/13	CIPOLLA, SANTO A.	Review document database for produce documents related to confirmation issues in connection with the preparation of a binder for K. Denk (3.50); prepared chart showing re: Examiner's report references for confirmation (1.80).	5.30	1,616.50
10/08/13	BESSNER, DEBORAH	Compile documents from the Dermont direct re confirmation strategy memo (.3) and organize electronic files of same (.1).	0.40	118.00
10/08/13	DIENSTAG, ABBE L.	Revise draft memo on reporting by Liquidating Trust (4.5); emails with J. Bessonette, C. Archer re: same (0.2); review revised materials on unit holder projections (0.7); review case law on SEC regulations and deposit agreements (0.7).	6.10	5,337.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/08/13	HERZOG, BARRY	Review (.6) and comment (.8) on draft RMBS Claims Trust agreement; disc w/ R. Cima re: same (0.3); related emails w/ C. Archer (0.2).	1.90	1,700.50
10/08/13	ZIDE, STEPHEN	Emails with A. Dienstag re LTA (.3). Emails with A. Dove re plan supplement on causes of action and subordination (.5). Correspond with K. Eckstein, J. Dubel and P. McElvain re plan supplement documents (1). Emails with J. Shifer, E. Frejka, R. Ringer and A. Dove re revisions to plan supplement documents (2.5). Emails with Moelis re JSN cram down (.3). Correspond with J. Bessonette, K. Eckstein and D. Mannal re revisions to LTA re reserves (2.3); discussion with M. Chass re: impairment memo (.2).	7.10	5,289.50
10/08/13	SHIFER, JOSEPH A	Emails with D. Mannal, D. Harris and N. Cohen re NCUAB balloting issues (.6), numerous emails with M. Talarico re unit holder analysis (.6), revisions to same (.8), follow up emails with J. Bessonette and C. Archer re same (.4), review voting data (.8)	3.20	2,224.00
10/08/13	CHASS, MARK	Disc with S. Zide re impairment memo (.2), draft memo re impairment issues re JSN claims (4.6)	4.80	3,720.00
10/08/13	MANNAL, DOUGLAS	Emails w/ J. Bessonette re: LTA reporting memo and open issues (.3); coordinate ballot issue with NCUAB (.1); prepare for (.4) and attend (2.0) meeting w/ AFI, N. Simon, B. O'Neill, A. Dove, J. Trachtman re: Third-Party Release; TCF/email w/ PM re: loss info for PSA claims (.3); TCF w/ K. Eckstein re: Liquidation Trust Agreement (.6); research rights of consenting claimants under PSA (1.1); research intercreditor agreement re: voting on plan (.5); email w/ KL team on reserve issue (.2); review Liquidation Trust language re: same (.7).	6.20	5,115.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/08/13	RINGER, RACHAEL L	Draft detailed outline of confirmation brief, including discussion of 1129 factors and global settlement approval under iridium factors (3.8), review notice re: filing plan supplement documents, emails with D. Bessner re: same (.4), conference call with J. Wishnew, N. Rosenbaum, M. Talerico, D. Mannal, E. Frejka regarding Borrower Trust True- Up (.4), emails with S. Zide, A. Dove, J. Shifer, E. Frejka re: numerous revisions to plan supplement documents (including LTA, Trust Documents) (1.6).	6.20	3,472.00
10/09/13	SIMON, NORMAN	Correspondence with D. Donovan re: release issue (.2); Analysis of MMLPSA issues (.5); Attend portion of UCC call (.3); Calls/correspondence with K. Denk, N. Hamerman, P. Farber, B. Schulman re: Phase II discovery and H5 (.9); correspondence with B. O'Neill, K. Denk, D. Blabey re: Phase II issues (.3).	2.20	1,815.00
10/09/13	O'NEILL, P. BRADLEY	Meet with S. Zide re: plan confirmation (.5); emails with N. Simon re: MMLPSA (.2).	0.70	577.50
10/09/13	SHIFER, JOSEPH A	Confs with S. Zide re RMBS trust (.2), review RMBS Trust Agreement re same (.6).	0.80	556.00
10/09/13	ZIDE, STEPHEN	Correspond with K. Eckstein, J. Bessonette, A. Dienstag, J. Dubel and P. McElvain re: liquidating trust agreement and trust board members (1.5). revise plan supplement on causes of action (.2); speak with R. Ringer re same (.2). speak with B. O'Neill re plan confirmation preparation (.5). call With B. Klein re note for JSN interest (.4). Numerous emails with R. Ringer and J. Bessonette re preparation of plan supplement documents for circulation to consenting claimants (1.5); TC with A. Dienstag, J. Bessonette, and J. Dubel re: board compensation (.3).	4.60	3,427.00
10/09/13	DENK, KURT M	Review case status email updates relating to matters relevant to Plan Confirmation (.5). Correspond with N. Simon, B. O'Neill, D. Blabey (.8) re JSN and Plan Confirmation issues. Review documents (2.8), and draft revise memo re: JSN claims analysis and litigation strategy (1.5).	5.60	2,772.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/09/13	KAUFMAN, PHILIP	Meeting with MoFo and prospective confirmation witnesses re: preparation for depositions (3.8); continued analysis of relevant produced documents in preparation for depositions (4.3); emails with B. O'Neill and Debtors' counsel re: plan confirmation discovery (.7).	8.80	8,272.00
10/09/13	EGGERMANN, DANIEL M	Draft plan confirmation brief re: global settlement and monoline settlement issues (5.5); call w/KL and Morrison Foerster re plan confirmation experts (1.0); conf. w/ P. Bentley re plan confirmation (.5).	7.00	5,425.00
10/09/13	BENTLEY, PHILIP	TC with K. Sadeghi re: Sillman report and confirmation issues (.9), and conf with D. Eggermann re: plan confirmation (0.5), and draft notes re: same (0.2).	1.60	1,432.00
10/09/13	SHARRET, JENNIFER	Emails with J. Bessonette re: Liquidating Trust agreement and DOJ issues (.4); draft email to A. Dienstag re: same (.3); review outline of issues on DOJ re: same (.3); review negotiation history on judgment reduction language (.5); draft email to A. Dove re: same (.4); emails with D. Mannal and B. Perlstein re: scheduling issues and DOJ issues (.2)	2.10	1,459.50
10/09/13	ARCHER, CAROL	Draft portions of LTA (3.0), correspond w/J. Bessonette, R. Ringer re: same (2.0). review (.7) and comment (.5) to RMBS Trust Agreement, correspondence w/S. Zide, G. Pateman of S&K re: same (.5). Review (.8) and comment (1.2) to PSC Trust Agreement, emails w/A. Dove, S. Shelley re: same (.8). Emails re: potential Delaware Trustees re: LTA (.2).	9.70	7,032.50
10/09/13	BESSNER, DEBORAH	Format plan supplement document for R. Ringer.	0.60	177.00
10/09/13	BESSONETTE, JOHN	Analyze LTA provisions regarding reserve (4.5); correspondence with K. Eckstein, D. Mannal, S. Zide, A. Dienstag regarding all Plan Supplement documents (1); call with A. Dienstag, D. Mannal, K. Eckstein re: non-cash reserve issue (1.4); call with D. Mannal re: same (.3); T/C with A. Dienstag, S. Zide, J. Dubel re: board compensation matters (.3).	7.50	6,187.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/09/13	DIENSTAG, ABBE L.	Review revised RMBS Claims Trust (0.3); revisions to memo re: RMBS Claims trust (1.5); email with J. Brodsky re: same (0.2); t/c J. Brodsky re: same (0.2); t/c K. Eckstein, D. Mannal, J. Bessonette re: non-cash reserve issue (1.4); t/c with J. Bessonette, S. Zide, J. Dubel re: board compensation matters (0.3).	3.90	3,412.50
10/09/13	HERZOG, BARRY	Comment on revised PSC trust agreement (.9), QSF agreement (.5) and liquidating trust agreement (.8).	2.20	1,969.00
10/09/13	DOVE, ANDREW	Confer w/ S. Shelley re PSC Trust issues (.3). Confer w/ J. Beha re PSC diligence info for expert reports (.5) and contents of expert reports (.6). Review confidentiality agreement provided by FHFA (.5) and revise and circulate same (.4).	2.30	1,506.50
10/09/13	CHASS, MARK	Email D. Harris re impairment (.3), review revised draft analysis re impairment (1.3), review case law re impairment (1.6), continue drafting memo re JSN voting issues and impairment (3.5).	6.70	5,192.50
10/09/13	RINGER, RACHAEL L	Discussion with S. Zide re: LT Causes of Action (.2), numerous emails with S. Zide, C. Archer, and J. Bessonette re: finalizing Plan Supplements documents (including liquidating trust causes of action, LTA, Borrower Trust Agreement, PSC Trust Agreement, LT Board and Management) (1.5), coordinate comments to LTA and RMBS Claims Trust Agreement with RMBS Trustees (.5), draft borrower trust true-up notice, emails with D. Mannal re: same (.4), draft plan supplement doc re: LT causes of action (.6), revise borrower true-up (.5), email to Committee members/consenting claimants re: plan supplement documents (.5), prepare all plan supplement documents for same (.9).	5.10	2,856.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/09/13	MANNAL, DOUGLAS	TCF w/ J. Bessonette, A. Dienstag and K. Eckstein re: non-cash reserve issue (1.4); TCF w/ J. Bessonette re: same (.3); prep for (.3) and TCF w/ M. Etkin re: judgment reduction (.9); office conference with K. Eckstein and A. Dove re: same (.2); revise proposed language (.4); review revised Liquidation Trust Agreement w/ reserve language (.3); email w/ counsel for co-defendants re: judgment reduction (.3).	4.10	3,382.50
10/09/13	ECKSTEIN, KENNETH H.	Call w/ J. Dubel, P. McElvain, G. Siegel re: liquidating trust (.8); call with D. Mannal, A. Dienstag, J. Bessonette re: non-cash reserve issue (1.4); meet with D. Mannal and A. Dove re: judgment reduction (.2).	2.40	2,376.00
10/10/13	DENK, KURT M	Phone conference with N. Simon & B. O'Neill re JSN and Plan Confirmation issues (.4) and supervise D. Bessner & S. Cipolla re compiling documents for same (.5). Review documents (2.0) and draft notes re analysis (1) in preparation for JSN and Confirmation witness depositions; meet with N. Simon re: MMLPSA (.3), prepare for same (.5).	4.70	2,326.50
10/10/13	ALLARD, NATHANIEL	Update chart re: work-plan (1.2), correspond w/ R. Ringer re: same (.2); correspond w/ J. Shifer re: plan supplement documents (.3); review caselaw re: plan releases (1.2).	2.90	1,232.50
10/10/13	O'NEILL, P. BRADLEY	Meet with S. Zide, A. Dove, D. Eggermann re: plan participation (.6); CF N. Simon, K. Denk re: claims issues (.3); review memo re: claims analysis for confirmation (.8); review examiner submissions (1.9); CF K. Eckstein, S. Zide re: confirmation brief (.3); TC A. Lawrence, S. Zide re: same (.5).	4.40	3,630.00
10/10/13	SIMON, NORMAN	Correspondence with J. Brown, B. O'Neill re: release issues (.2); Call with B. O'Neill re: same and claims issues (.2); Meeting with K. Denk re: MMLPSA (.3); Analysis of MMLPSA (1.8).	2.50	2,062.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/10/13	KAUFMAN, PHILIP	Review (.8) and comment (1.6) on draft witness declarations; analysis of relevant produced documents in preparation for confirmation depositions and trial testimony (5.3); emails with Debtors' counsel and B. O'Neill re: Phase II discovery (.6).	8.30	7,802.00
10/10/13	EGGERMANN, DANIEL M	Draft plan confirmation brief re: global settlement issues (4.4); conf. w/ B. O'Neill, S. Zide, A. Dove re plan confirmation (.6)	5.00	3,875.00
10/10/13	FREJKA, ELISE S	Revise borrower related exhibits to plan supplement (.4); revise plan supplement list of subordinated claims (.3); revise list of initial members of Borrower Claims Trust Committee (.2); review revised true up presentation to support Borrower True Up conclusion (.2); discussions with C. Archer regarding Borrower Claims Trust (.2).	1.30	1,020.50
10/10/13	RINGER, RACHAEL L	Call with D. Mannal re: plan issues (.2), prepare for meeting with D. Kamensky re: plan confirmation issues (1.5), revise and finalize UCC professionals work plan (.3), discussions with A. Goodman and e-mails with S. Zide re: same (.2), e-mails with S. Zide re: plan supplement documents (.5), finalize all plan supplement documents (including liquidating trust agreement, liquidating trust causes of action, liquidating trust board members, borrower trust true-up) (3.0), draft update e-mail to Committee members/Consenting Claimants re: same (.8), revise draft plan supplement documents re: same (.9), calls with S. Zide, J. Bessonette and A. Dove re: plan supplement documents (.5), revise (1.7) and finalize (.9) same for circulation.	10.50	5,880.00
10/10/13	CIPOLLA, SANTO A.	Finalize binder for K. Denk re: examiner report (1.4).	1.40	427.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/10/13	BESSONETTE, JOHN	Finalize Liquidating Trust Agreement, RMBS Trust Agreement, Borrower Trust Agreement for filing with Court (4.5); conferences with J. Dubel regarding replacement director LTA language (1); correspond with A. Dienstag regarding same (1.6); review (1.7) and revisions (3.4) to Plan Trust Agreements to finalize for filing; meet with E. Frejka and C. Archer re: borrower trust calculations (1.2); call with A.Dove, S. Zide, R. Ringer re: PSC plan supp. Issues (.5); confer with C. Archer re: Private Securities Claims Trust (.6); call with A. Dienstag and C. Archer re: Liquidating Trust Agreement (.3).	14.80	12,210.00
10/10/13	ECKSTEIN, KENNETH H.	Emails with A. Dienstag, J. Bessonette and K. Eckstein re non-cash reserves in the LT and changes to agreement re same (.6).	0.60	594.00
10/10/13	DIENSTAG, ABBE L.	T/c J. Bessonette, C. Archer re: Liquidating Trust Assets (0.3); review of plan provisions relevant to same and to Disputed Claims Reserve, email K. Eckstein re: same (0.5); finalizing LT reporting memo for J. Brodsky (.8) email to C. Archer re: same (.2); email to J. Bessonette re: revisions to RMBS trust agreement (0.1); numerous emails with J. Bessonette and C. Archer relating to revisions to plan supplement documents (0.5).	2.40	2,100.00
10/10/13	ARCHER, CAROL	Draft portions of Liquidating Trust Agreement (2.7), call w/J. Bessonette, A. Dienstag re: same (.3) , conf call w/MoFo re: same (1.0), Review ancillary trust agreements, including Private Securities Claims Trust and RMBS (2), related confs w/J. Bessonette re: same(.6).	6.60	4,785.00
10/10/13	HERZOG, BARRY	Review revised PSC trust agreement, QSF agreement and liquidating trust agreement (1.0); mark same (.8); confer with A. Dove re: tax issues associated with PSC Trust (.3).	2.10	1,879.50
10/10/13	BESSNER, DEBORAH	Compile precedent LTA for S. Zide.	0.60	177.00
10/10/13	BESSNER, DEBORAH	Compile binder for K. Denk re exhibits cited in the Examiner's Report re 2009 tax allocation agreement claim.	3.50	1,032.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/10/13	SHIFER, JOSEPH A	Revise RMBS Trust agreement (2.2), numerous emails with D. Harris re voting analysis (.7), review same (1.1); discussion with S. Zide re: RMBS trust agreement (.4).	4.40	3,058.00
10/10/13	DOVE, ANDREW	Draft analysis of PSC recoveries (3.2) and correspond w/ K. Eckstein and D. Mannal re same (.3). Draft confidentiality agreement for FHFA (2.0). Review (.7) and comment (.8) on revised PSC Trust Agreement and confer w/ Quinn re same (.4). Call with S. Zide, J. Bessonette, and R. Ringer re: PSC plan supplement issues (.5); Confer w/ B. Herzog re tax issues associated w/ PSC Trust (.3) and draft correspondence to Quinn re same (.2).	8.40	5,502.00
10/10/13	ZIDE, STEPHEN	Meet with B. O'Neill, D. Eggermann, A. Dove re confirmation logistics and next steps (.6). Meet with K. Eckstein, D. Mannal, D. Kamensky and S. O'Neal re JSN litigation and case status (2); speak with K. Eckstein to prepare for same (.4); emails with L. Pettit re same (.2). Correspondence with R. Ringer re preparation of plan supplement documents and coordination of same (1). Review Renzi declaration on liquidation (.5); research re same (.5). Discussion with J. Shifer re RMBS trust agreement (.4). Emails with R. Ringer re Kirkland issues with LTA (.2). Emails with A. Dienstag, J. Bessonette and K. Eckstein re non-cash reserves in the LT and changes to agreement re same (1). Emails with RMBS Trustees re plan supp. documents (.8). Speak with B. O'Neill and K. Eckstein re logistical issues with JSNs on confirmation (.7); follow up with MoFo re same (.4). Emails (.5) and call with A. Dove, J. Bessonette, and R. Ringer re PSC plan supp. issues (.5). Call with N. Orenstein re insurance agreements and plan status (.5); follow up with K. Eckstein and D. Mannal re same (.3).	10.50	7,822.50
10/10/13	CHASS, MARK	Emails with S. Zide re voting and impairment case law analysis (.7), call with T. Toaso re non-recourse debt, accounting treatment of same (.3), draft memo re: JSN voting and impairment of the JSN claims under the Plan (4.8)	5.80	4,495.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/10/13	MANNAL, DOUGLAS	Attend portion of meeting with K. Eckstein, S. Zide D. Kamensky of Paulson and S. O'Neal of Cleary re: plan and confirmation issues (1.3); TCF w/ R. Levin re: Judgment reduction (.4); Pre-call with J. Sharret and B. Perlstein re: DOJ issues (.3) call with MoFo, J. Sharret re: strategy for DOJ issues re: consent judgment (.6); conference call with AFI re: same (.6); revise PSC Trust Agreement (.4).	3.60	2,970.00
10/10/13	ECKSTEIN, KENNETH H.	Meet with D. Kamensky, S. O'Neal, S. Zide, D. Mannal re confirmation and JSN litigation issues (2); call with P. McElvain, J. Dubel re Liq trust issues (1.2); speak with S. Zide to prepare for same (.4).	3.60	3,564.00
10/10/13	ECKSTEIN, KENNETH H.	Meet with MoFo re confirmation prep and issues (1.3); discussions with B. O'Neill and S. Zide re logistical issues with JSNs on confirmation (.7).	2.00	1,980.00
10/11/13	ALLARD, NATHANIEL	Review plan supplement documents (1.5), correspond w/ R. Ringer, D. Bessner re: filing same (.8); perform legal research re: plan releases (2.5), review related documents (1.3), correspond w/ A. Dove re: same (.2); correspond w/ A. Dove re: witness declarations, research same (.5).	6.80	2,890.00
10/11/13	SIMON, NORMAN	Conferences with B. O'Neill, K. Denk re: confirmation issues (1.5); Call with C. Kerr, A. Laurence, K. Denk re: Dondzilla and call with B. O'Neill, K. Denk re: same (.8); correspondence with J. Brown, B. O'Neill re: confirmation witnesses (.5); Correspondence with K. Denk re: Dondzila (.2); analyze material on MMLPSA issues (1.3); review/analyze material on tax allocation issue (.9).	5.20	4,290.00
10/11/13	KAUFMAN, PHILIP	Review relevant produced documents in preparation for confirmation witness depositions (2.7); emails with Committee members' counsel and Debtors' counsel re: plan confirmation issues (1.7); conferences with K. Eckstein, D. Mannal, B. O'Neill and D. Eggermann re: confirmation issues and strategy (1.1); review transcripts of depositions from JSN litigation (3.2).	8.70	8,178.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/11/13	EGGERMANN, DANIEL M	Draft plan confirmation brief re: global settlement components (4.0); Call w/Cadwalader and MoFo re plan confirmation prep (1.0); conference at Mofo w/ Cadwalader and MoFo, D. Mannal and P. Bentley re plan confirmation prep (2.0).	7.00	5,425.00
10/11/13	DENK, KURT M	Review case status email updates relating to matters relevant to Plan Confirmation (.3), Conferences with N. Simon & B. O'Neill re JSN and Plan Confirmation issues workflow (1.5), and conferences with D. Bessner (.4) & S. Cipolla (.4) re: same, document review vendor H5 (L. Troyer) (.5) re same, Review relevant produced documents from document depository (3.5) and took memo notes re analysis (1.5) in preparation for JSN and Confirmation witness depositions.	8.10	4,009.50
10/11/13	BESSNER, DEBORAH	Input revisions into the Notice of Filing exhibits 2-21 of the plan supplements (2); compile a binder containing exhibits cited in the Examiner's Report pertaining to the 2009 tax allocation agreement claim (4.6).	6.60	1,947.00
10/11/13	BENTLEY, PHILIP	Conf at MoFo with D. Mannal, D. Eggermann and MBIA re: plan confirmation (2.0), prepare for same (.6); conf call w/ J. Jurgens, Sadeghi and D. Eggermann (0.7), and discs P. Kaufman and D. Eggermann (0.3) re monoline confirmation issues	3.60	3,222.00
10/11/13	ARCHER, CAROL	Review matters relating to filing of Plan Supplement (.3); emails w/E. Frejka re: Borrower Claims Trust Agreement, correspondence w/D. Mannal re: same (.3), confs w/D. Flanigan, J. Bessonette re: same (2.0) revise portions of same (1.2). Meetings w/J. Bessonette re: Liquidating Trust Agreement, PSC Trust, RMBS Trust (2.5), finalize same (1.4). correspondence w/S. Zide, R. Ringer re: Plan Supplement exhibits (1.3).	9.00	6,525.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/11/13	O'NEILL, P. BRADLEY	Review K. Denk emails re: confirmation witnesses (.2); CFs P. Kaufman, T. Coleman re: intercompany claims (.4); review Glassman subpoena (.2); CFs with N. Simon re: schedule (.2); review emails re: Dondzila prep (.1); CF with N. Simon re: call with Kirkland & Ellis on confirmation (.1); CFs P. Kaufman, N. Simon re: confirmation discovery (.2); review subpoena (.2); review materials re: tax allocation (1.2); attend portion of meeting with K. Denk and N. Simon re: confirmation issues (.5).	3.30	2,722.50
10/11/13	FREJKA, ELISE S	Call with F. Walters regarding cooperation agreement (.2); revise same (.4); call with N. Rosenbaum, R. Crandell regarding cooperation agreement (.2); call with F. Walters, D. Flanigan regarding cooperation agreement revisions and sign off (.2); further revisions to plan supplement (.2).` ``	1.20	942.00
10/11/13	RINGER, RACHAEL L	E-mails with J. Bessonette, A. Dove, S. Zide and Consenting Claimants re: comments to plan supplement documents (.5), numerous revisions to all plan supplement documents (5.0), revise draft documents (1.3) and finalize (1) for filing, numerous correspondence with J. Dubel, S. Zide, A. Dove and PSA Consenting Claimants re: same (1).	8.80	4,928.00
10/11/13	BESSNER, DEBORAH	Compile cases re: confirmation issues from Westlaw for B. O'Neill.	0.50	147.50
10/11/13	BESSNER, DEBORAH	Create a confirmation calendar.	0.50	147.50
10/11/13	DIENSTAG, ABBE L.	Further revisions of the memo to J. Brodsky on reporting for liquidating trust (0.5); comment on PSC Trust Agreement (1.3); comment on RMBS Trust Agreement (1.5); review e-mails from J. Bessonette, C. Archer, S. Zide and R. Ringer re: finalization of plan supplement documents (0.5).	3.80	3,325.00
10/11/13	BESSONETTE, JOHN	Finalize all plan supplement documents for filing with Court (3.3), conference with C. Archer and D. Flanigan re: borrower trust agreement (2.0), conference with C. Archer re: Trust Agreements (2.5).	7.80	6,435.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/11/13	COLEMAN, KRISTEN A	Calls and emails with P. Kaufman, B. O'Neill, K. Denk re: upcoming confirmation deposition and meeting with vendor (1.5); review background materials on intercompany transactions re: same (1.4); review emails from B. O'Neill, K. Denk re: Dondzila depo prep (.2); call with K. Denk re: same (.2)	3.30	2,161.50
10/11/13	HERZOG, BARRY	Review revised drafts of trust agreements.	1.10	984.50
10/11/13	CIPOLLA, SANTO A.	Prepare binder of documents for K. Denk in connection with upcoming depositions (3.0).	3.00	915.00
10/11/13	BECKER, BRYON	Assist in preparation of binder and other resources for K. Denk re examiner reports.	2.90	855.50
10/11/13	SHIFER, JOSEPH A	Emails with D. Harris re voting issues (.8), confs with D. Harris and L. Binder re same (.3), confs with S. Zide re same (.2), research re same (.6)	1.90	1,320.50
10/11/13	DOVE, ANDREW	Revise and circulate confidentiality agreement w/ FHFA re claim and confirmation issues (1.8). Attend calls w/ J. Dubel re finalization of Plan Supplement Documents (.3). Revise and finalize RMBS Trust Claims Schedules (.5). Revise and finalize Liquidating Trust Agreement per comments from J. Dubel and FGIC counsel (.4). Revise and finalize PSC Trust Agreement per comments from J. Bessonette re conflicts w/ Liquidating Trust Agreement and comments from B. Herzog re tax issues (1.9). Confer w/ B. Herzog re MoFo tax comments re PSC Trust Agreement (.5). Confer w/ S. Shelley of Quinn re same (.4). Revise and finalize schedule of subordinated claims (.5). Perform diligence to calculate PSC recovery rates (2.5) and correspondence w/ K. Eckstein and D. Mannal re same (.4). Confer w/ J. Beha and J. Rothberg of MoFo re PSC recoveries (.8).	10.00	6,550.00
10/11/13	SHARRET, JENNIFER	Prep for (.2) and participate in call with D. Mannal, Kirkland and MoFo re: status of DOJ issues (.8)	1.00	695.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/11/13	ZIDE, STEPHEN	Review M. Chass research on JSN impairment (.5). Emails and call with S. O'Neal and M. Lightner re plan supplement on JSN note (.6); follow up with W. Curchack re same (.2); revise same (.4). Emails with A. Devore re allowed fee claim (.1). Emails with J. Bessonette, A. Dienstag and R. Ringer re plan LT (.5). Emails with B. O'Neill re confirmation depositions (.2). Emails with C. Archer re RMBS Trust agreement (.2). Emails (.2) and calls (.4) with J. Opolsky and L. Marinuzzi re revised retention of claims language for plan supplement. Discuss with K. Eckstein indemnity for PSC trustee (.4). Emails with J. Bessonette and J. Dubel re LTA (.4) and modify same to reflect notice of change in comp (.2). Review debtors change to comp section of plan supp. (.2); numerous follow up correspondence with K. Eckstein, J. Wishnew, G. Lee and J. Dubel and J. Brodsky (1.5). Numerous emails with S. O'Neal, P. McElvain, J. Dubel, D. Mannal and K. Eckstein re JSN cram down note provision in plan supp. (1.6).	7.60	5,662.00
10/11/13	CHASS, MARK	Emails with S. Zide re impairment memo.	0.20	155.00
10/11/13	MANNAL, DOUGLAS	Review plan confirmation issues (2.6); numerous e-mails with S. Zide, K. Eckstein, J. Dubel, re: JSN cram down note provision in plan supplement (1.3), e-mails with S. Zide and R. Ringer re: finalizing plan supplement documents (.8) call with J. Sharret, Kirkland, MoFo re: status of DOJ issues (.8); confer with C. Archer re: Borrower trust (.3), correspondence with K. Eckstein re: judgment reduction issues (.7).	6.50	5,362.50
10/11/13	MANNAL, DOUGLAS	Attend meeting at MoFo with D. Eggermann, P. Bentley and MBIA re: settlement of monolines.	1.90	1,567.50
10/11/13	ECKSTEIN, KENNETH H.	Correspond with D. Mannal re co-def and judgment reduction (.3); discussion with S. Zide re: indemnity for PSC trustee (.4); call with R. Schrock re confirmation issues (.5).	1.20	1,188.00
10/12/13	EGGERMANN, DANIEL M	Draft plan confirmation brief re: MBIA/FGIC/monoline settlements (3.5); legal research in connection w/same (1.5)	5.00	3,875.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/13/13	SIMON, NORMAN	Call with K. Denk, B. O'Neill, J. Braun re: MMLPSA, Tax Allocation issues.	1.00	825.00
10/13/13	CIPOLLA, SANTO A.	Review Relativity database for documents relating to Revenue Misallocation Claim Source in connection with preparation of binder for of documents for K. Denk (8.50).	8.50	2,592.50
10/13/13	KAUFMAN, PHILIP	Meeting with Debtors' counsel re: preparation for confirmation depositions (6.2); emails with S. Zide, P. Bentley and D. Eggermann re: confirmation issues (.6).	6.80	6,392.00
10/13/13	DENK, KURT M	Prepare for (.5), participate in (1), and complete follow-up diligence tasks regarding (.3) conference call with N. Simon & B. O'Neill, and J. Braun from Kirkland, re JSN and Plan Confirmation issues.	1.80	891.00
10/13/13	EGGERMANN, DANIEL M	Draft plan confirmation brief re: RMBS Settlement and Global Settlement issues.	3.50	2,712.50
10/13/13	BENTLEY, PHILIP	Review and comment on draft Pfeiffer report (1.1), and conf call w/C. Kerr and K. Weitnauer re same (0.5)	1.60	1,432.00
10/13/13	BESSNER, DEBORAH	Compile binders re 2009 tax allocation for K. Denk.	4.00	1,180.00
10/13/13	O'NEILL, P. BRADLEY	Prepare for deposition of Westman in connection with confirmation issues (6.2); TCFJ. Braun, N. Simon, K. Denk re: same (1)	7.20	5,940.00
10/13/13	SHIFER, JOSEPH A	Research re voting issues for confirmation (1.3), extensive email to D. Harris re same (.4)	1.70	1,181.50
10/13/13	CHASS, MARK	Emails with S. Zide re plan, proposed modification to same re JSN claims	0.40	310.00
10/13/13	MANNAL, DOUGLAS	Prep for (.3) and attend conference call with MoFo and KL re: JSN stip on plan objections (1.4); follow-up call with S. Zide on terms (.4); revise draft of same (.7).	2.80	2,310.00
10/13/13	ZIDE, STEPHEN	Emails with MoFo re Duff report (.1). Review potential plan stipulation from the JSNs (.4); follow up call with K. Eckstein, D. Mannal and Mofo re same (1.4); revise same (1); follow up call with D. Mannal on terms (.4).	3.30	2,458.50
10/14/13	BESSNER, DEBORAH	Compile binders of the plan supplements.	0.50	147.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/14/13	BESSNER, DEBORAH	Create index (1.2) and review binders re tax allocation (1.7); email B. O'Neill re confirmation witnesses in Examiner report index (.1); compile pleadings re confirmation discovery and objections for B. O'Neill (.8).	3.80	1,121.00
10/14/13	ALLARD, NATHANIEL	Perform legal research re: third-party releases (2.0), update chart re: same (1.4); draft portion of confirmation witness declaration (1.2), correspond w/ A. Dove re: same (.1); further review caselaw re: plan releases (1.2).	5.90	2,507.50
10/14/13	DENK, KURT M	Review case status email updates relating to matters relevant to Plan Confirmation (.5). Correspondence with N. Simon & B. O'Neill re JSN and Plan Confirmation issues workflow (.5), correspondence with D. Bessner (.2) & S. Cipolla (.2), AlixPartners (.3) and H5 (.5) re same. Review documents (4) and draft notes re analysis of confirmation issues and releases (2.1) in preparation for JSN and Confirmation witness depositions.	8.30	4,108.50
10/14/13	SIMON, NORMAN	Attend portion of meeting with MoFo and KL re: confirmation strategy (.8); Correspondence with D. Mannal, J. Trachtman, B. O'Neill re: same (.2); Correspondence with B. O'Neill, K. Denk re: confirmation (.5); Meeting with K. Denk re: confirmation (.5); Review of Examiner material on Glassner (.5).	2.50	2,062.50
10/14/13	ZIDE, STEPHEN	Attend portion of meeting at MoFo with B. O'Neill, D. Mannal and P. Kaufman re plan discovery and briefing (1); follow up discussions with D. Mannal re same (.2); calls with D. Mannal and B. O'Neill re Borrower declaration (.1). Calls with J. Shifer and D. Harris re voting status (.2). Emails with B. O'Neill re confirmation discovery dispute with JSNs (.2). Speak with D. Mannal re narrowing confirmation issues with JSNs (.3).	2.00	1,490.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/14/13	O'NEILL, P. BRADLEY	Review discovery materials and draft agenda for meeting (1.1); Attend portion of meeting with Debtors re: confirmation prep (.8); prepare for Westman confirmation deposition (3.6); review Phase I decisions re: confirmation issues (1); review FGIC decision (.5); review examiner's report re: bank claims (1.6); TCF JSNs re: discovery (.3); CF C. Kerr re: same (.2); Emails with KL confirmation team re: same (.2); meet with D. Mannal, E. Frejka re: borrower claims (.3); TCF A. Dove re: testimony (.2); review confirmation brief and conference with D. Eggermann re: same (.3); revise deposition chart (.5); review pleadings (1.0); prepare argument re: deadlines (.7).	12.30	10,147.50
10/14/13	FREJKA, ELISE S	Meeting with B. O'Neill, D. Mannal regarding direct testimony for plan (.3); call with R. Friedman regarding Friedman direct testimony (.2); outline Friedman direct testimony (3.2); discuss inclusion of Kessler and borrower issues in 9019 parameters of confirmation memo of law with D. Eggermann (.3).	4.00	3,140.00
10/14/13	CIPOLLA, SANTO A.	Finalize binder on misallocation for K. Denk's review (.80).	0.80	244.00
10/14/13	RINGER, RACHAEL L	Update confirmation calendar (.3), review draft confirmation brief (.4), comment on same (1.1), discuss same with D. Eggermann (.5), revise same (.9), draft portions of confirmation brief re: 1129 factors (1.2)	4.40	2,464.00
10/14/13	TRACHTMAN, JEFFREY S.	Emails with N. Simon, P. Bentley, G. Horowitz re: confirmation issues and JSN litigation (.6); attend portion of conference call with same re: same (.7); review materials on release, experts, hearing issues (.8).	2.10	1,942.50
10/14/13	BESSONETTE, JOHN	Follow up on outstanding items for closing, post filing of Plan Supplements (.3); emails with Consenting Claimants re: same (.3)	0.60	495.00
10/14/13	KAUFMAN, PHILIP	Preparation for B. Westman deposition (5.4); correspondence with B. O'Neill, D. Mannal, S. Zide and Debtors' counsel re: plan confirmation discovery issues and strategy (2.7); review draft confirmation witness declarations re: same (1.6).	9.70	9,118.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/14/13	BENTLEY, PHILIP	Conf call w/MoFo and KL re confirmation prep (0.6)	0.60	537.00
10/14/13	EGGERMANN, DANIEL M	Draft plan confirmation brief re: RMBS Settlement and facts leading to global settlement (4.6); legal research re same (2.2); discuss same with R. Ringer (.5); call w/ MoFo re same (.7)	8.00	6,200.00
10/14/13	SHARRET, JENNIFER	T/c with D. Mannal re: DOJ issues; t/c with A. Barrage re: same (.3); draft update for Committee re: DOJ issues (.4)	0.70	486.50
10/14/13	DOVE, ANDREW	Correspond w/ KCC re voting by disputed claimants (.4). Confer w/ D. Mannal re judgment reduction objections (.3) and correspond w/ M. Etkin re same (.7). Review and comment on confirmation outline (1.1). Review (1.1) and comment (.9) on testimony outlines.	4.50	2,947.50
10/14/13	SHIFER, JOSEPH A	Emails with D. Harris re plan voting issues (.4), call with S. Zide, J. Marines re same (.4).	0.80	556.00
10/14/13	MANNAL, DOUGLAS	Attend all-hands meeting at MoFo on confirmation prep (2.7); e-mails with co-defendants and A. Dove to resolve objection on Judgment reduction language (.6); email w/ A. Dove re: judgment reduction language (.1); revise same (.5); meet with B. O'Neill and E. Frejka re: direct testimony (.3); discuss JSN confirmation issues with S. Zide (.3).	4.50	3,712.50
10/15/13	ALLARD, NATHANIEL	Review caselaw re: third party releases (1.0), update chart re: same (1.2); draft portion of confirmation witness statement (1.8), correspond w/ A. Dove re: same (.1); correspond w/ P. Bentley re: plan related documents (.2).	4.30	1,827.50
10/15/13	SIMON, NORMAN	Correspondence/call with K. Denk, D. Eggermann re: confirmation issues (.3); Correspondence with D. Eggermann, J. Trachtman, K. Denk, B. O'Neill re: confirmation (.3); Correspondence with J. Braun, M. McKane, B. O'Neill (.2) re: Tax allocation (.3); Meeting with J. Trachtman, K. Denk, D. Eggermann re: confirmation brief (1); Analysis of Tax Allocation documents and Marx documents(.8); call with M. McKane (.2).	3.10	2,557.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/15/13	TRACHTMAN, JEFFREY S.	Meet with D. Eggermann, N. Simon, K. Denk re: confirmation brief (1).	1.00	925.00
10/15/13	DENK, KURT M	Review case status email updates relating to matters relevant to Plan Confirmation (.2). Meet with N. Simon, D. Eggermann, J. Trachtman re Plan Confirmation issues (1), and document review vendors AlixPartners & H5 (.4) re same. Review relevant produced documents from document depository (7) and draft memo notes re analysis (2.7) in preparation for JSN and Confirmation witness depositions.	11.30	5,593.50
10/15/13	DIENSTAG, ABBE L.	C/w J. Bessonette, C. Archer re: tasks preparatory to closing and post-closing (0.5); emails with R. Ringer, S. Zide concerning board compensation, (0.2).	0.70	612.50
10/15/13	BESSONETTE, JOHN	Meeting with A. Dienstag and C. Archer to review open items, plan supplements, closing issues and items (.5); emails with same re: same (.5)	1.00	825.00
10/15/13	ARCHER, CAROL	Meeting w/J. Bessonette, A. Dienstag re: liquidation matters, documentation (.5). Draft checklists relating to liquidation, effective date and funds flow (1.0).	1.50	1,087.50
10/15/13	KAUFMAN, PHILIP	Attend deposition of Westman (8.2); numerous emails with B. O'Neill, S. Zide, D. Mannal re: discovery issues (1.8); review trial presentation in JSN adversary proceedings (1.2).	11.20	10,528.00
10/15/13	BENTLEY, PHILIP	Confs D. Eggermann and J. Taylor (1.5) re RMBS settlement/ confirmation brief; revise same (0.9)	2.40	2,148.00
10/15/13	O'NEILL, P. BRADLEY	TCF JSNs re: expert deadline (.4); review JSN argument re: scope (.6); CFs D. Eggermann re: confirmation brief (.3); CF C. Siegel re: trial schedule (.5); conference call re: JSNs application for exclusion of expert deadline (3.3); review Renzi Report (.9); review tax advocacy materials (1.9); review Denk outlines re: MMLPCA (.6).	8.50	7,012.50
10/15/13	CIPOLLA, SANTO A.	Confer with K. Denk regarding documents needed in preparation for upcoming deposition (.30); review binder of same and obtain copies of documents for attorney review (1.2).	1.50	457.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/15/13	EGGERMANN, DANIEL M	Draft conformation brief re: RMBS Settlement and Global Settlement legal analysis (5.7); legal research re same (1.0); conf. w/ P. Bentley and J. Taylor re confirmation brief (1.5); conf. w/N. Simon and K. Denk re confirmation brief (.7); CF with B. O'Neill re: confirmation brief (.3).	9.20	7,130.00
10/15/13	TAYLOR, JOEL M.	Meeting with P. Bentley, D. Eggermann re: drafting insert to confirmation brief re: RMBS Settlement (1.5); Review disclosure statement, 9019 motion papers re: same (3.2).	4.70	3,642.50
10/15/13	BESSNER, DEBORAH	Compile RMBS related documents for J. Taylor (.5); correspond with J. Taylor re same (.3).	0.80	236.00
10/15/13	ZIDE, STEPHEN	Emails with J. Brodsky, D. Mannal and R. Ringer re confi for LT board.	0.70	521.50
10/15/13	ZIDE, STEPHEN	Review (.3) and revise (.4) plan discovery proposal and emails with K. Eckstein and G. Lee and R. Ringer re same (.3).	1.00	745.00
10/15/13	DOVE, ANDREW	Review (1.2) and comment (1.5) on outlines of confirmation testimony. Perform case research re confirmation brief (3.2) and review precedent confirmation briefs (2.0). Confer w/ D. Eggermann re confirmation brief (.3). Confer w/ P. Tasao of K&E re tolling and stays of litigation until plan effective date (.4).	8.60	5,633.00
10/15/13	DOVE, ANDREW	Attend call re judgment reduction w/ MoFo, and D. Mannal.	0.50	327.50
10/15/13	SHIFER, JOSEPH A	Emails with S. Zide, D. Mannal, D. Harris and L. Binder re voting issue (.8), confs with D. Harris and L. Binder re same (.3), emails with R. Ringer and J. Morrow re ballots (.2)	1.30	903.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/15/13	RINGER, RACHAEL L	Emails with A. Dienstag, S. Zide concerning board compensation (.2), emails with J. Brodsky, D. Mannal, and S. Zide re: confi for LT board (.2), emails with K. Eckstein, G. Lee and S. Zide re: plan discovery proposal (.3), emails with J. Shifer and J. Morrow re ballots (.2), revise fact section of confirmation brief re: PSA and mediation (1.3), emails with D. Eggermann re: same (.4), revise plan confirmation stipulation with JSNs (1.0), emails with D. Mannal and S. Zide re: same (.8), emails with S. Zide re: confirmation brief questions (.6).	5.00	2,800.00
10/15/13	MANNAL, DOUGLAS	TCF w/ MoFo, A. Dove on judgment reduction (.5); e-mails with S. Zide and R. Ringer re: confi for LT board (.2); e-mails with J. Shifer re: voting issues (.8), e-mails with P. Kaufman re: confirmation discovery issues (1.5); analyze plan confirmation issues and potential plan objections (3.4).	6.40	5,280.00
10/16/13	CIPOLLA, SANTO A.	Review Relativity for copies of relevant documents re: upcoming depositions (2.0).	2.00	610.00
10/16/13	ALLARD, NATHANIEL	Correspond w/ S. Zide, B. O'Neill, R. Ringer re: plan documents (.4); analyze and update vote tabulation spreadsheet (1.4), correspond w/ J. Shifer, S. Zide re: same (.4); research liquidation analyses and related documents (1.2), correspond w/ R. Ringer, D. Bessner re: same (.4); research third party releases (1.2), correspond w/ A. Dove re: same (.1); Further update vote tabulation chart (1.5), correspond w/ J. Shifer re: same (.2).	6.80	2,890.00
10/16/13	DENK, KURT M	Conferences with N. Simon & B. O'Neill re JSN and Plan Confirmation issues workflow (.4), supervise re same from S. Cipolla (.3) and C. Buccini (.3) re: same. Communications with document review vendors AlixPartners (.2) and H5 (1) re target searching of key documents. Review documents (4.3) and prepare memo (2) notes for B. O'Neill for Dondzila depo defense. Performed research relating to Confirmation brief - Ally Settlement issues (1).	9.50	4,702.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/16/13	SIMON, NORMAN	Review relevant material and exhibits in preparation for Marx deposition prep (1.3); conference with K. Denk, B. O'Neill re: confirmation issues (.4); Call with M. McKabe re: Marx (.3); Correspondence with B. O'Neill, C. Siegel; P. Kaufman re: confirmation (.2).	2.20	1,815.00
10/16/13	SHARRET, JENNIFER	T/c with D. Mannal and R. Ringer re: DOJ update	0.10	69.50
10/16/13	TRACHTMAN, JEFFREY S.	Review (.7) and edit (.6) letter re: preliminary waiver; Correspondence with K. Eckstein, N. Simon, G. Horowitz, N. Foley, A. Miller, E. Lintz, D. Blabey, C. Siegel re: waiver issue and briefing (1.8); review and edit portions of confirmation brief (RMBS Settlement, Ally Settlement, Monoline Settlement, Global Settlement) (1.6).	4.70	4,347.50
10/16/13	BESSONETTE, JOHN	Conferences/emails regarding KCC (.6); email with A. Dienstag, D. Mannal and S. Zide regarding equity of debtors, treatment of Debtors following closing (1.2).	1.80	1,485.00
10/16/13	KAUFMAN, PHILIP	Review transcripts of confirmation/JSN depositions (1.9); numerous correspondence with Debtors' counsel, B. O'Neill, S. Zide, C. Siegel, D. Mannal and D. Eggermann re: plan confirmation/Phase II issues, strategic matters (3.3); review (.8) and comment (1.6) on revised declarations and proposed amended scheduling order.	7.60	7,144.00
10/16/13	BENTLEY, PHILIP	Revise confirmation/RMBS and monoline settlement issues (1.0), and correspond with B. O'Neill and D. Blabey re same (0.4); conf call with M. Goldstein, K. Eckstein, B. O'Neill re Mabey expert report (1.0); review draft Sillman report (0.6).	3.00	2,685.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/16/13	O'NEILL, P. BRADLEY	Review Westman deposition summary (.2); emails with KL confirmation team re: Phase I/Phase II record (.3); TCF K. Eckstein, Stutman, P. Bentley re: Mabey report (1.0); CF G. Horowitz, G. Lee re: briefing (.3); review Dondzila binder (3.1); conferences with N. Simon and K. Denk re: same (.4); CF MoFo re: JSNs report (.2); TCF Milbank re: same (.4); emails with S. Zide, D. Mannal, C. Siegel re: same (.3); review (2.0) and revise (2.3) Renzi report; review examiner reports (1.0); Dondzila prep call (1).	12.50	10,312.50
10/16/13	EGGERMANN, DANIEL M	Draft plan confirmation brief re: Ally Settlement, Global Settlement, and monoline settlement legal analysis (5.9); legal research re same (.9); call w/K. Weitnauer re same (.2); call w/Proskauer (I. Goldstein) re Assured (.5); review Sillman declaration (2.0)	9.50	7,362.50
10/16/13	TAYLOR, JOEL M.	Outline insert re: RMBS settlement (3.7); Review draft Sillman report (1.6); Review Lipps 9019 Declarations (2.5); Review 9019 Briefs (.6).	8.40	6,510.00
10/16/13	BESSNER, DEBORAH	Email R. Ringer re: precedent LTAs.	0.20	59.00
10/16/13	BESSNER, DEBORAH	Compile relevant documents for S. Zide re intercompany balances.	0.70	206.50
10/16/13	DOVE, ANDREW	Correspond w/ WVIMB and Rothstein re settlement and balloting (.5). Confer w/ D. Mannal re judgment reduction (.5) and draft proposed language for Plan re same (.3). Review proposed settlement of Syncora plan issues (.8); confer w/ D. Mannal re same (.2). Draft sections of confirmation brief re: third party releases and exculpation (5.7). Confer w/ A. Singer of Latham re judgment reduction issue (.7) and correspond w/ D. Mannal re same (.2).	8.90	5,829.50
10/16/13	SHIFER, JOSEPH A	Review analysis of voting results and revisions to same (2.3), emails with D. Harris re same (.4), confs with S. Zide re same (.3), emails with D. Harris and M. Talarico re voting issues (.3) confs with D. Harris and J. Morrow re same (.6), revise RMBS ballot (.8), follow up email with J. Morrow re same (.3)	5.00	3,475.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/16/13	ZIDE, STEPHEN	Comment on Renzi liquidation analysis (3); speak with B. O'Neill re same (.7); call with MoFo re same (.4). Speak with P. Kaufman re intercompany claims dispute (.4). Call with K. Patrick re fee expert (.5). call with Court re JSN request to extend timeline (.4). Correspond re: open issues with confirmation brief with R. Ringer (.8). Emails with B. O'Neill re schedule for confirmation (.5); review schedule re same (.4); speak with B. O'Neill re coordination of phase 2 and confirmation (.5). Calls with D. Harris re Ditech (.4). Correspondence with J. Shifer, D. Mannal and RMBS Trustees re voting (.5); follow up email with J. Shifer re same (.2). Speak with J. Shifer re status of voting (.3). Emails with D. Mannal and K. Eckstein re narrowing phase 2 issues with JSNs (.6).	9.60	7,152.00
10/16/13	ZIDE, STEPHEN	Email with J. Brodsky re NDA for board members (.1). Call with P. McElvain re open issues with LTA (.4); follow up with K. Eckstein re same (.1).	0.60	447.00
10/16/13	RINGER, RACHAEL L	Correspond with S. Zide, B. O'Neill and N. Allard re: plan documents and exhibits (.4), correspond with D. Bessner re: liquidation analyses (.4); t/c with D. Mannal and J. Sharret re: DOJ updates (.1), correspond with S. Zide re: open issues on confirmation brief (.8), revise Renzi declaration (2.1), review precedent liquidation analyses (.6), emails with S. Zide re: same (.4), correspondence with S. Zide re: confirmation brief issues (.6), draft positions of confirmation brief re: section 1129 factors and applicability to chapter 11 plan (1.8)	7.20	4,032.00
10/16/13	MANNAL, DOUGLAS	Research cases re: secured lender fee claim (1.8); review expert reports, including FTI and NERA, for filing (2.1); TCF w/ counsel for DB re: judgment reduction (.6); draft language re: same (1.3); TCF w/ K. Eckstein re: FHFA and Syncora settlement proposals (.3); review stip w/ JSNs re: confirmation objection (.9); email comments on same (.6); prep for company meeting re: confirmation/trust issues (1.1); confer with A. Dove re: Syncora (.2).	8.90	7,342.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/16/13	BLABEY, DAVID E	Review draft confirmation brief (.5).	0.50	372.50
10/17/13	BLABEY, DAVID E	Discuss Dermont and Dubel declaration drafting with A. Dove and N. Allard.	0.30	223.50
10/17/13	ALLARD, NATHANIEL	Prepare voting tabulation chart (1.1), discussion w/ J. Shifer, S. Zide re: same (.3); further prepare voting tabulation chart (.9); research third party releases (1.0); research Debtor releases, correspond w/ A. Dove re: same (.5); draft witness declaration for confirmation (2.5), correspond w/ D. Blabey, A. Dove re: same (.3); revise expert declaration per comments from S. Zide, R. Ringer (2.0), correspond w/ S. Zide, R. Ringer, MoFo re: same (.7).	9.30	3,952.50
10/17/13	ALLARD, NATHANIEL	Update Committee work-flow chart for liquidating trustee (1.0).	1.00	425.00
10/17/13	DENK, KURT M	Review case status email updates re: plan Confirmation (.5). Confer with document review vendors AlixPartners (.5) and H5 (.5) re targeted searching of key documents; correspondence with B. Schulman, C. Siegel, R. Ringer, E. Lintz, J. Shifer, and MoFo counsel (A. Ruiz & R. Abdelhamid) re document depository access issues relating to H5 workflows (1.7). Perform research (.9) and draft memo notes (.6) for N. Simon relating to Confirmation brief re: Ally Settlement issues.	4.70	2,326.50
10/17/13	SIMON, NORMAN	Prepare for Marx deposition, including attending a portion of preparation session at Kirkland for same (5.3); Correspondence with R. Ringer, S. Ettari, J. Trachtman re: committee investigation issues (.2).	5.50	4,537.50
10/17/13	BESSONETTE, JOHN	Prepare for review of decks and data for closing/emergence issues (2.4) and attend closing meeting at MoFo with J. Brodsky, management, FTI and MoFo (5.3); meeting with A. Dienstag and C. Archer to review open items for closing (.5).	8.20	6,765.00
10/17/13	KAUFMAN, PHILIP	Attend C. Dondzila deposition (telephonically)(4.8); numerous correspondence with B. O'Neill, P. Bentley, S. Zide, D. Eggermann, Debtors' counsel re: confirmation discovery issues and strategy (3.3); review revised expert declarations (1.7).	9.80	9,212.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/17/13	BENTLEY, PHILIP	Review (1.5) and comment (2.0) on draft Sillman report; and conf calls with D. Rains, Sadeghi, D. Eggermann re: Sillman report (1.5) and Jurgens, Sadeghi, D. Eggermann (0.5) re same; discussions with J. Trachtman (0.4) and J. Rosenthal (0.2) re confirmation brief, and review confirmation issues (1.6); comment on Mabey report (1.1).	8.80	7,876.00
10/17/13	ZIDE, STEPHEN	Participate at meeting at Milbank with K. Eckstein, L. Kruger re JSN plan issues (2); follow up discussions with K. Eckstein and D. Mannal re same (1). Emails (.5) and calls (1) with D. Harris, J. Marines and FTI re Renzi expert report and comments; revise same (2.4); Meet with R. Ringer re same (.8). Discussion with S. Zide re: Renzi declaration (.5). Discussions with N. Allard and J. Shifer re voting report (.3). Correspond with B. O'Neill and K. Eckstein re JSN Phase 2 and confirmation scheduling issues (.4); call with Milbank and B. O'Neill re same (.4); follow up emails with B. O'Neill and K. Eckstein re same (.2); emails with MoFo re same (.1). Review Ocwen plan comments and email J. Sharret re same (.3).	9.90	7,375.50
10/17/13	RINGER, RACHAEL L	Meeting with S. Zide re: Renzi confirmation expert report (.8), revise same (3.0), further revise same (.3), discussion with E. Frejka re: Borrower Trust True-Up (.3), discussion with S. Zide re: Renzi declaration (.5), further revise same and call with N. Allard re: same (.4), discussion with D. Eggermann re: confirmation brief (.3), call with MoFo re: Renzi declaration (1.1), prepare expert reports for circulation to PSA consenting claimants (.3), e-mails with A. Dienstag, J. Bessonette re: plan revisions (.4).	7.40	4,144.00
10/17/13	O'NEILL, P. BRADLEY	Prepare for (4.5) and attend (4.8) Dondzila deposition; revise Renzi report (1.2); TCF S. Zide and Milbank re: procedure issues (.4); emails with internal KL team re: reply brief (.4).	11.30	9,322.50
10/17/13	DIENSTAG, ABBE L.	C/w J. Bessonette, C. Archer re: open items for closing (0.5); c/w E. Frejka re: cooperation agreement (0.2).	0.70	612.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/17/13	HERZOG, BARRY	Revise draft tax memo (1.2); discuss same w/ H. Stoopack (0.3).	1.50	1,342.50
10/17/13	EGGERMANN, DANIEL M	Review Renzi declaration (.5); draft confirmation brief (6.5); legal research re same (1.2); conf. w/ P. Bentley re Sillman declaration (.5); Call w/ Sadeghi and P. Bentley re Sillman declaration (1.5); call w/Cadwalader (Jurgens) re Sillman declaration (.5); discussion with R. Ringer re: confirmation brief (.3).	11.00	8,525.00
10/17/13	TAYLOR, JOEL M.	Draft RMBS Insert for Confirmation Brief (3.1), legal research re: same (3.0), further revise same (2.5).	8.60	6,665.00
10/17/13	TRACHTMAN, JEFFREY S.	Edit confirmation brief section re: monoline settlements (3.5); discuss confirmation brief with P. Bentley (.4).	3.90	3,607.50
10/17/13	ARCHER, CAROL	Correspond w/E. Frejka re Cooperation Agreement (.2), draft same (2.6), precedent research re: same (2.4). Meeting w/A. Dienstag, J. Bessonette re: open issues for closing (.5).	5.70	4,132.50
10/17/13	SHARRET, JENNIFER	Review draft language from DOJ for Plan; multiple emails re: scheduling call with MoFo (.5); participate in call with D. Mannal, B. Perlstein, A. Barrage. T. Hamzehpour and N. Orenstein re: government carve-out (.6); research re: precedent language on government carve-out (2.4).	3.50	2,432.50
10/17/13	DOVE, ANDREW	Comment on draft NERA report (.9). Confer w/ J. Beha of MoFo re same (.4). Correspond w/ Quinn and Lowenstein re voting deadlines (.2). Draft sections of confirmation brief (3.3).	4.80	3,144.00
10/17/13	SHIFER, JOSEPH A	Review voting results (.6), Emails with S. Zide re Ocwen plan issues (.2), review same (.7)	1.50	1,042.50
10/17/13	FREJKA, ELISE S	Call with A. Dove regarding Morgan Stanley plan issues (.1); call with J. Marino regarding same (.2); call with A. Dienstag regarding cooperation agreement between borrower trust and liquidating trust (.3); emails with R. Ringer, M. Talerico regarding Borrower Trust True Up assumptions (.2); revise draft Renzi declaration (.4); call with R. Ringer regarding same (.2); draft Friedman declaration (2.2).	3.60	2,826.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/17/13	MANNAL, DOUGLAS	Attend in-person meeting w/ MoFo, Quest and company re: transfer of assets to Liquidation Trust and planning for effective date (4.7); office conference with K. Eckstein and S. Zide re: JSN litigation and confirmation hearing (1.0); revise expert reports, including FTI and NERA, in prep for 10/18 filing (2.8); call with J. Sharret, B. Perlstein, A. Barrage, T. Hamzehpour and N. Orenstein re: government carve out (.6).	9.10	7,507.50
10/17/13	ECKSTEIN, KENNETH H.	Meet at Milbank w/ G. Uzzi, Goldstein, MoFo, S. Zide re confirmation stip issues (2.0).	2.00	1,980.00
10/17/13	ECKSTEIN, KENNETH H.	Follow up call w/ D. Goldstein re confirmation issues (.6)	0.60	594.00
10/17/13	ECKSTEIN, KENNETH H.	Call with G. Uzzi re follow up on stip (.6), office conference with D. Mannal and S. Zide re same (1); correspond with D. Mannal re DOJ release issues (.2)	1.80	1,782.00
10/18/13	ALLARD, NATHANIEL	Update work-flow chart for liquidation trustee (.9), correspond w/ R. Ringer re: same (.2).	1.10	467.50
10/18/13	BLABEY, DAVID E	Discuss confirmation expert reports with A. Dove.	0.20	149.00
10/18/13	DENK, KURT M	Review case status email updates relating to matters relevant to Plan Confirmation (.3). ` Conference call w/ R. Abdelhamid of MoFo re document depository access issues relating to H5 workflows (.4), and follow-up correspondence with document review vendors AlixPartners and H5 re same (.5); Emails with N. Simon re witness prep document review diligence items and case status (.4); Draft background information and legal analysis for N. Simon relating to Confirmation brief re: Ally Settlement issues (6.1).	7.70	3,811.50
10/18/13	ALLARD, NATHANIEL	Draft portion of confirmation declarations (3.0), correspond w/ D. Blabey, A. Dove re: same (.2); review (.5) and revise declarations per comments from S. Zide (1.4).	5.10	2,167.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/18/13	O'NEILL, P. BRADLEY	Emails with C. Kerr re: confirmation briefing (.4); emails with P. Bentley, C. Kerr re: expert report (.2); review NERA, Renzi, Mabey, Duff expert reports (3.6); TCF K. Eckstein, G. Lee re: briefing issues (.3); TCF FTI, MoFo re: Renzi declaration (1); TCF Milbank re: extension (.4); TCF MoFo re: same (.4); emails with N. Simon re: Marx deposition (.2); CF P. Kaufman re: same (.2); CF A. Dove re: NERA report (.2); Correspond with A. Dove re: same (.6); call with D. Mannal, S. Zide, K. Eckstein re: JSN plan issues (.4).	7.90	6,517.50
10/18/13	SIMON, NORMAN	Review relevant documents in preparation for the Marx deposition (3); correspondence with D. Donovan, J. Trachtman, C. Kerr, others re: third party releases (.5); Call/correspondence with K. Denk re: H5, confirmation issues (.4); Correspondence with B. O'Neill re: confirmation witnesses (.3).	4.20	3,465.00
10/18/13	SHIFER, JOSEPH A	Review interim voting results (1.7), emails with D. Harris, J. Morrow, and C. Cu re same (.8), confs with D. Eggermann re RMBS settlements (.4), follow up emails with J. Newton re same (.2)	3.10	2,154.50
10/18/13	BENTLEY, PHILIP	Comment on revised drafts of Sillman report (3.5), and conf call MoFo, D. Eggermann re: same (1.2) and discs. with D. Eggermann re: same (1.0) and J. Jurgens (0.4) re same; e-mails with D. Eggermann re expert reports (0.8); analyze confirmation issues (.4) and discs with J. Taylor re same (0.4).	7.70	6,891.50
10/18/13	KAUFMAN, PHILIP	Review final expert reports filed by Plan Proponents and Consenting Claimants (3.4); begin to review expert reports filed by JSNs (2.2); conferences with Committee members' counsel re: plan confirmation discovery and strategy (.8); numerous emails with B. O'Neill, D. Eggermann, S. Zide and D. Mannal re: confirmation issues (2.1); call with B. O'Neill re: Marx deposition (.2).	8.70	8,178.00
10/18/13	HERZOG, BARRY	Revise tax memo re: tax issues with liquidating trust (3); correspondence re: same with D. Mannal (1.5).	4.50	4,027.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/18/13	EGGERMANN, DANIEL M	Review (2.8) and comment (3.0) on Sillman Report; conference w/ P. Bentley re same (1.0); calls w/MoFo and P. Bentley re same (1.2); legal research in connection with confirmation brief (.5)	8.50	6,587.50
10/18/13	TAYLOR, JOEL M.	Draft legal analysis and factual application for RMBS Settlement insert to confirmation brief (7.4); discussion with P. Bentley re: confirmation issues (.4).	7.80	6,045.00
10/18/13	TRACHTMAN, JEFFREY S.	Edit confirmation brief sections re: monoline settlement and global settlement (5.5); correspondence with N. Simon, D. Eggermann, D. Blabey re: trial submissions for confirmation (1.6)..	7.10	6,567.50
10/18/13	BESSNER, DEBORAH	Organize electronic files re Confirmation.	0.40	118.00
10/18/13	ARCHER, CAROL	Draft Cooperation Agreement (1.6), conduct related research of precedent (2.0), review First Amended Plan (1.9), emails w/J. Bessonette re: same (.6).	6.10	4,422.50
10/18/13	SHARRET, JENNIFER	Research re: precedent language on government carve-out (.8); draft email to D. Mannal and S. Zide re: same (.3); review Ocwen revisions to Plan and email to S. Zide re: same (.5)	1.60	1,112.00
10/18/13	DOVE, ANDREW	Review (1.5) and comment (2) on drafts of NERA expert report and confer w/ J. Beha of MoFo re same (.5). Confer w/ Quinn re voting deadline extensions (.2) and correspond w/ MoFo re same (.3). Draft sections of confirmation brief re: debtor releases, third party releases, and exculpation (4.2). Confer w/ Latham re potential plan objection (.4) and correspond w/ D. Mannal re same (.3). Confer w/ A. Kaup re analysis of Ally claims for reference in confirmation brief (.3) and review and comment on same (.5); discuss expert reports with D. Blabey (.3).	10.50	6,877.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/18/13	FREJKA, ELISE S	Review email from M. Augustine regarding Rothstein ballot, extension of voting deadline (.2); call with J. Shifer regarding Rothstein voting (.1); call with J. Shifer regarding CHFA (.3); call with J. Shifer regarding voting issues (.1); call with C. Lawbach, J. Shifer, D. Horst, N. Rosenbaum regarding CHFA and reserve (.6); draft Friedman declaration (4.0); emails with D. Flanigan regarding Borrower Trust budget (.3)	5.60	4,396.00
10/18/13	ZIDE, STEPHEN	Numerous correspondence with B. O'Neill, R. Ringer, FTI and MoFo re finalizing Renzi report (3); follow up correspondence with B. O'Neill re same (.3). Emails with MoFo and D. Mannal re status of plan objections (.3). Calls (.4) and emails (1) with B. O'Neill, K. Eckstein and D. Mannal re potential narrowing of JSN plan issues; calls with Mofo re same (1.1).	6.10	4,544.50
10/18/13	RINGER, RACHAEL L	Email/TCF with D. Mannal re: plan objection deadlines (.2), numerous correspondence with B. O'Neill, S. Zide, FTI, and MoFo re: finalizing Renzi report (2.2); revise Renzi report re: same (.9), emails with D. Harris re: voting issues (.3), update confirmation calendar (.4).	4.00	2,240.00
10/18/13	MANNAL, DOUGLAS	TCF w/ M. Etkin re: Judgment reduction (.3); revise language re: same (.3); office conference with A. Dove re: same (.2); draft final email to R. Levin to resolve Judgment Reduction objection (.4); review NJ Carpenter Settlement re: same (.2); revise monoline settlement discussion in confirmation outline (.5); revise letter to court on objection extensions (.2); email/TCF R. Ringer re: same (.2); call with B. O'Neill, K. Eckstein, and S. Zide re: JSN plan issues (.4).	2.70	2,227.50
10/18/13	ECKSTEIN, KENNETH H.	Conf call G. Lee, L. Kruger re confirmation issues (.6); call with G. Lee and B. O'Neill re: confirmation briefing issues (.3); call with S. Zide, D. Mannal and B. O'Neill re: JSN plan issues (.4).	1.30	1,287.00
10/19/13	DENK, KURT M	Draft background information and legal analysis for N. Simon relating to Confirmation brief -Ally Settlement issues (2.7).	2.70	1,336.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/19/13	EGGERMANN, DANIEL M	Draft portions of confirmation brief re: 1129 factors and global settlement legal analysis (4.4); legal research in connection with same (3.1)	7.50	5,812.50
10/19/13	O'NEILL, P. BRADLEY	Review JSNs expert report re: confirmation issues.	4.10	3,382.50
10/19/13	RINGER, RACHAEL L	Draft portions of confirmation brief re: 1129 factors (3.6), e-mails with S. Zide re: confirmation issues (.2).	3.80	2,128.00
10/19/13	SIMON, NORMAN	Correspondence with K. Denk re: confirmation brief.	0.10	82.50
10/19/13	BENTLEY, PHILIP	Review final version of Sillman report (0.3); review additional confirmation expert reports (0.4)	0.70	626.50
10/19/13	TRACHTMAN, JEFFREY S.	Review (1.7) and edit (2.8) portion of confirmation brief and proposed findings re: 1129 factors; review materials in third party release issue (1.7); emails with D. Eggermann, D. Blabey re: post-trial submissions (.6).	6.80	6,290.00
10/19/13	DOVE, ANDREW	Draft (4.3) and revise (3.6) confirmation brief sections on debtor releases, third party releases, exculpation, injunction, and judgment reduction.	7.90	5,174.50
10/19/13	ZIDE, STEPHEN	Review JSN markup of stipulation to streamline confirmation (.3); emails with D. Mannal and K. Eckstein re same (.4); markup same (.7). Preliminary review of JSN expert reports (1). Review (.7) and markup (1.3) confirmation brief re: certain 1129 factors; and email R. Ringer re same (.1).	4.50	3,352.50
10/20/13	DENK, KURT M	Revise section of Confirmation brief addressing Ally Settlement issues (.5); correspond with N. Simon & D. Eggermann re same (.1).	0.60	297.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/20/13	ZIDE, STEPHEN	Review JSN expert report on intercompany balances (2); emails with B. O'Neill, D. Mannal and M. Landy re same (.2); follow up call with same re: same (.3). Emails with K. Eckstein, G. Lee, T. Goren, L. Marinuzzi and D. Mannal re potential procedure stip with JSNs on confirmation (1); revisions to stipulation re same (2); emails with R. Ringer re same (.3); calls with K. Eckstein re same (.4). Emails with Mofo re Ocwen plan issues (.3); emails with J. Sharret re same (.1). Emails with R. Ringer re confirmation brief (.2). Emails with K. Eckstein re Allstate plan issue (.2). Call with D. Mannal and R. Ringer re status of plan objections (.2). Review memo from A. Dienstag on post emergence equity (.2); follow up emails with J. Bessonette re same (.2).	7.60	5,662.00
10/20/13	RINGER, RACHAEL L	Continue drafting portions of confirmation brief re: 1129 factors (1.0), revise confirmation stipulation with JSNs (.2), e-mails with S. Zide re: same (.1), e-mails with J. Sharret and S. Zide re: plan modifications (.2), revise plan objection deadline extension letter (.3), call with S. Zide and D. Mannal re: same (.4), further revise confirmation brief sections on 1129 factors and application in support of confirmation (3.7).	5.90	3,304.00
10/20/13	BESSIONETTE, JOHN	Analysis of status of debtors (LLC and corps) post effective date and status of dissolution (.5), emails with A. Dienstag and S. Zide regarding same (.2); emails with J. Horner and A. Dienstag regarding DTC and related matters (.2).	0.90	742.50
10/20/13	SIMON, NORMAN	Edit AFI settlement section of confirmation brief (2.5); correspondence with K. Denk re: same (.1).	2.60	2,145.00
10/20/13	DIENSTAG, ABBE L.	E/m to N. Simon, J. Bessonette, D. Mannal and S. Zide on analysis concerning dissolution and wind down (1.0); response emails to S. Zide, J. Bessonette re: same (0.2).	1.20	1,050.00
10/20/13	ECKSTEIN, KENNETH H.	Review (.6) and revise (1.4) confirmation stip with JSNs; call with S. Zide re: same (.4)	2.40	2,376.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/20/13	EGGERMANN, DANIEL M	Revise draft sections of confirmation brief re: application of 1129 factors in support of confirmation (5.2); legal research re same (1.3)	6.50	5,037.50
10/20/13	TRACHTMAN, JEFFREY S.	Edit confirmation brief re: 1129 factors in support of confirmation (5.3); emails with N. Simon, D. Blabey, D. Eggermann re: briefing (.8).	6.10	5,642.50
10/20/13	DOVE, ANDREW	Correspond w/ P. Tasao of K&E re stay and confirmation issues (.5). Review Moelis, AlixPartners, and Kramer presentations to Committee re: timeline for confirmation declarations (3.9) and draft outline of confirmation witness declarations re same (5.4).	9.80	6,419.00
10/20/13	SHIFER, JOSEPH A	Revise JSN plan stipulation (.6).	0.60	417.00
10/20/13	MANNAL, DOUGLAS	Review JSN expert reports served in connection with Phase I plan confirmation (2.9); attend conference call with KL and AlixPartners re: rebuttal to same (.7); email with MoFo re: potential objections and proposed objection deadline extensions (.4); correspondence with S. Zide re: JSN settlement re: POR issues (.8).	4.80	3,960.00
10/21/13	ALLARD, NATHANIEL	Analyze voting results to date (2.0), correspond w/ J. Shifer, S. Zide re: same (.3).	2.30	977.50
10/21/13	ALLARD, NATHANIEL	Draft portion of confirmation declarations (.6), correspond w/ A. Dove re: same (.2); review plan objections filed (2.5), create chart summarizing same (4.0); correspond w/ D. Mannal, S. Zide, R. Ringer re: same (.4); further revise chart re: same (.9); research plan precedent (.7), correspond w/ S. Zide re: same (.1).	9.40	3,995.00
10/21/13	BESSONETTE, JOHN	Prepare draft summary deck regarding SEC registration and reporting for J. Brodsky (2.5); e-mail same to A. Dienstag for review (.3).	2.80	2,310.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/21/13	DENK, KURT M	Review email updates relevant to Plan Confirmation issues (.3). Revise section of Confirmation brief addressing Ally Settlement issues (4.9); conferences with N. Simon (.4), and conference with N. Simon, J. Trachtman, & D. Eggermann, A. Dove re release issues; (.6). Prepare for and attend portion of participation in conference call with N. Simon, B. O'Neill, and MoFo re JSN expert submission (.7). Review documents relevant to Phase II witness depo prep (.6).	7.50	3,712.50
10/21/13	SIMON, NORMAN	Review Lyons report (1.5) and meet with K. Denk re: same (.5); Call with K. Denk, J. Trachtman, A. Dove and Debtors re: release issues (.6); Call with C. Kerr and B. O'Neill re: export reports (.5); Correspondence with D. Donovan re: confirmation issues (.1); Meeting with A. Dove, B. O'Neill and call with Kirkland, MoFo re: Third Party releases (1.3).	4.50	3,712.50
10/21/13	DIENSTAG, ABBE L.	C/w J. Bessonette re: slides for discussion of securities law issuer.	0.10	87.50
10/21/13	SHIFER, JOSEPH A	Conf with D. Eggermann re RMBS settlements (.3), revise confirmation brief rider re same (.4).	0.70	486.50
10/21/13	ZIDE, STEPHEN	Call with MoFo re JSN confirmation expert reports (.7); follow up discussion with B. O'Neill and P. Bentley re same (.5). revise draft riders to confirmation brief re 1129 factors (2); discuss with R. Ringer and D. Eggermann re same (1); draft confirmation brief section on intercompany balance settlement (2). Call with Kirkland re FHFA negotiations (.4). Prepare chart with AlixPartners on FHFA recovery scenarios (.7). Email and speak with A. Dienstag and K. Eckstein re LT obligations (.3).	7.60	5,662.00
10/21/13	ZIDE, STEPHEN	Call with K. Handley re plan issues and JSN litigation (.7).	0.70	521.50
10/21/13	GRIBBON, SARA B	Westlaw research on 1129 and emails with D. Eggermann re same.	0.30	127.50
10/21/13	BENTLEY, PHILIP	Review Lyons report and related e-mails and memos (1.5); confs w/ B. O'Neill, D. Mannal, S. Zide (.5) and B. O'Neill (0.8) re same.	2.80	2,506.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/21/13	O'NEILL, P. BRADLEY	CF w/ P. Bentley re: expert reports (.8); emails with P. Bentley re: same (.2); review Zolfo report (1.2); review case law re: examiner (1.2); review examiner pleadings (.5); review memo re: confirmation issues and relevant case law (.4); review transcript summary (.2); TCF Debtors re: expert reports (.6); TC w/ N. Simon re: status (.2); CF w/ P. Bentley, D. Mannal and S. Zide re: experts (.5); review Marx transcript (1.5); outline tax issues (.8); TCF C. Kerr, A. Lawrence re: schedule (.3); CF w/ C. Siegel re: same (.2).	8.60	7,095.00
10/21/13	KAUFMAN, PHILIP	Continue analysis of JSN's expert reports (3.7); emails with Debtors' counsel re: plan confirmation issues (1.1); emails with B. O'Neill re: confirmation issues and strategy (.7); review draft witness declarations (2.6).	8.10	7,614.00
10/21/13	RINGER, RACHAEL L	Draft section of confirmation brief re: application of 1129 factors to chapter 11 plan (1.0), e-mails with Committee members re: confirmation schedule (.2), revise section of confirmation brief re: 1129 factors per S. Zide comments (.8), draft 1129(a)(4) excerpt (1.0), further revise same (.3), correspondence with S. Zide to further revise same (1.0), research re: confirmation briefs (1.5), revise 1129 factors per comments from S. Zide (.6), research and draft portions of confirmation brief (2.4), discuss same with D. Eggermann (1.0)	9.80	5,488.00
10/21/13	EGGERMANN, DANIEL M	Revise portions of plan confirmation brief re: 1129 factors, including excerpt re: 1129(a)(4) (6.9); discuss revised draft riders to confirmation brief re: 1129 w/ S. Zide and R. Ringer (1.0); attend conference call w/ J. Trachtman, A. Dove, N. Simon and K. Denk re: post trial submissions and schedule (1.3).	9.20	7,130.00
10/21/13	TAYLOR, JOEL M.	Revise and edit RMBS insert confirmation brief (2.0), legal research re: arguments for approval of same through chapter 11 plan (2.6).	4.60	3,565.00
10/21/13	BESSNER, DEBORAH	Create binder re plan objections (.5); Compile precedent confirmation briefs for R. Ringer (1.1).	1.60	472.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/21/13	TRACHTMAN, JEFFREY S.	Edit confirmation brief sections re: 1129 factors (5.7); conf. call with N. Simon. A. Dove, K. Denk and AFI/Debtor team on release issues (.6); TCs with A. Dove, D. Eggermann, N. Simon, K. Denk, G. Horowitz, D. Blabey re: post trial submissions and schedule (1.3).	7.60	7,030.00
10/21/13	BESSNER, DEBORAH	Compile binder re confirmation expert reports.	0.60	177.00
10/21/13	DOVE, ANDREW	Analyze all filed plan objections (5.5). finalize sections of confirmation brief re debtor release, third party release, exculpation, injunction, and judgment reduction (3.9). Attend portion of meeting on plan issues w/ D. Mannal, B. O'Neill, and S. Zide (.7). Attend call w/ K&E re FHFA w/ D. Mannal, S. Zide, K. Eckstein and J. Trachtman re: release issues (.6). Draft correspondence to K. Eckstein, D. Mannal, and S. Zide re analysis of likely FHFA plan objections (1.8).	12.50	8,187.50
10/21/13	SHARRET, JENNIFER	Further review of Ocwen's mark-up of plan (.4); T/c with M. Rothschild of MoFo re: Ocwen's mark-up of the Plan (.4); revise mark-up to regulatory obligations provision of plan (.7); emails with D. Mannal and B. Perlstein re: next steps on DOJ (.1)	1.60	1,112.00
10/21/13	FREJKA, ELISE S	Call with N. Rosenbaum regarding borrower related causes of action (.2); draft Friedman declaration (1.8).	2.00	1,570.00
10/21/13	MANNAL, DOUGLAS	Prep for (.4); and attend conference call with MoFo team to address game plan on experts and fact witness testimony (1.3); meet w/ B. O'Neill, S. Zide, P. Bentley re: expert reports (.5); review objections to POR (1.1); TCF w/ co-defendant objector (.2); TCF/email with M. Etkin re: possible modification to POR to address same (.5).	4.00	3,300.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/22/13	SHIFER, JOSEPH A	Numerous confs/emails with D. Harris re voting issues (.8), emails with J. Morrow re same (.3), emails with M. Kelsey and D. Mannal re UBS voting extension (.2), discuss preliminary voting results and reconciliation issues with S. Zide (1.1), emails with RMBS counsel re balloting (.2), emails with A. Barrage and S. Zide re Impac plan objection (.3).	2.90	2,015.50
10/22/13	CIPOLLA, SANTO A.	Review Relativity for copies of documents pertaining to witness depo outline and obtain copies of same for attorney review (.8); confer with K. Denk regarding same (.2).	1.00	305.00
10/22/13	BESSNER, DEBORAH	Compile precedent confirmation briefs for R. Ringer (1.2); insert R. Ringer edits into substantive consolidation excerpt (1); insert S. Zide edits into same (1.4).	3.60	1,062.00
10/22/13	BESSNER, DEBORAH	Compile binders re Plan objections.	1.40	413.00
10/22/13	ALLARD, NATHANIEL	Prepare (2.2) and analyze (.4) chart re: plan voting tabulation; correspond w/ J. Shifer, S. Zide re: same (.2); research issues regarding examiner report in connection with confirmation (1.2), draft summary re: same (1.5), correspond w/ S. Zide re: same (.1); review plan objections (.7) and update chart re: same (.4); further review plan objections re: release provisions (1.2), correspond w/ J. Trachtman re: same (.2); correspond w/ S. Zide re: plan provisions (.2).	8.30	3,527.50
10/22/13	SIMON, NORMAN	Correspondence with B. O'Neill, K. Denk, D. Mannal re: confirmation issues (.6); Correspondence with D. Donovan, B. O'Neill re: experts, third party releases (.5); correspondence with J. Trachtman, K. Denk re: confirmation brief (.4); Review plan objectives re: release issue and correspondence with J. Trachtman, D. Donovan re: same (2.1); Review JSN objection (.6); Correspondence with B. O'Neill, K. Denk re: confirmation witnesses (.2).	4.40	3,630.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/22/13	BESSONETTE, JOHN	Review/revise SEC reporting deck (.8), conference with A. Dienstag regarding same (0.5); conference call with SUNs regarding SEC/transferability (.5); emails with A. Dienstag, C. Archer regarding relevant potential objections(.4).	2.20	1,815.00
10/22/13	DENK, KURT M	Review email updates relevant to JSN trial and Plan Confirmation issues (.5). Correspondence with N. Simon & B. O'Neill re Plan Confirmation workflows (.4). Review produced documents from JSNs and Debtors relevant to Phase II witness depo prep (4.5) and draft memo notes re analysis of same (3).	8.40	4,158.00
10/22/13	O'NEILL, P. BRADLEY	TC w/ C. Kerr re: AFI witnesses (.3); emails P. Kaufman re: same (.2); correspondence w/ P. Bentley, D. Mannal re: same (.4); TCF w/ N. Simon, D. Donovan re: experts (.5); review examiner's report re: relevant claims for confirmation issues (2.5); revise outline re: legal issues (1.2); CFs w/ JSNs re: confidentiality (.2); CF w/ D. Mannal, S. Zide re: same (.4); revise Dubel direct (2.9); CF w/ A. Dove re: same (.2); review fee research re: default interest (.7); review Milbank letters re: discovery (.2); research re: confirmation witnesses (.5); review Phase II issues lists (.6); review prior pleadings re: confirmation issues and objections (1).	11.80	9,735.00
10/22/13	ZIDE, STEPHEN	Emails with Mofo re Ocwen plan issues (.5); call with J. Sharret Ocwen and Mofo re same (.5); follow up calls and emails with Mofo on same (.4). Draft and revise confirmation brief riders on intercompany claims, consolidation and 1129(b) (3.5); discussions with R. Ringer (1) and D. Eggermann (.5) re same. Emails with A. Dienstag, P. McElvain, and K. Eckstein re modification to LTA to resolve Allstate issues (1); email consenting claimants re same (.5). Emails and discussions with D. Mannal and K. Eckstein re potential resolution with FHFA (1.3). Discussions of plan issues and confidentiality with B. O'Neill and D. Mannal (.5). Discuss preliminary voting results and reconciliation issues with J. Shifer (1.1).	10.80	8,046.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/22/13	FRIEDMAN, ALAN R.	Review email and chart re: securities damages (.2); conf. calls A Dove re: confirmation issues (.3); research re: securities law issues (.7).	1.20	1,170.00
10/22/13	ARCHER, CAROL	Prepare Debtor dissolution Matrix (.8), review of related materials (.3).	1.10	797.50
10/22/13	KAUFMAN, PHILIP	Emails with Debtors' counsel and B. O'Neill re: plan confirmation issues and strategy (.8); emails with Committee members' counsel re: discovery and strategy (.6); continue analysis of JSNs' expert reports (1.5).	2.90	2,726.00
10/22/13	EGGERMANN, DANIEL M	Revise portions of plan confirmation brief re: 1129 factors, cram down, third party releases (7.3); discussions w/ S. Zide re: confirmation brief riders and 1129(b) (.5); call w/MoFo (Sadeghi) re confirmation issues (.2); call w/J. Trachtman re confirmation brief (.2).	8.20	6,355.00
10/22/13	DIENSTAG, ABBE L.	Review slides on post-effective date reporting and c/w J. Bessonette re: same (0.4); t/c with D. Mannal S. O'Neal, J. Opolsky re: transferability of Units (0.5); e-mails K. Eckstein, D. Mannal, S. Zide re: potential Allstate objection (0.8); t/c with S. Zide R. Wynne re: same (0.2); compose email to consenting claimants re: same (0.7); correspond w S. Zide re: same (0.2).	2.80	2,450.00
10/22/13	TAYLOR, JOEL M.	Substantial edits to legal analysis of RMBS Settlement for confirmation brief (2.0), legal research re: approval of same in connection with chapter 11 plan (2.3).	4.30	3,332.50
10/22/13	TRACHTMAN, JEFFREY S.	Edit confirmation brief sections re: cram down, 1129 factors (4.9); review third party release materials and issues (1.1); correspondence with D. Blabey, N. Simon, D. Eggermann, B. O'Neill re: confirmation submissions (1.4).	7.40	6,845.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/22/13	DOVE, ANDREW	Draft and revise outline re confirmation witness testimony (3.7) and review prior Committee presentations re same (2.6). Review FHFA plan objection (.9) and draft analysis of same (1.3) and summary for Committee update (.2). Confer w/ D. Mannal re potential settlement of FHFA objection (.3) and draft update of same (.7). Review diligence material from FHFA re potential settlement (.3), draft analysis of same (3.3), and confer w/ A. Friedman re same (.3).	13.60	8,908.00
10/22/13	SHARRET, JENNIFER	Review SCRA remediation chart (.3); Participate in a portion of call with Debtors re: SCRA remediation (.4); conference w/ D. Mannal re: DOJ escrow amount and claims estimate (.6); prepare chart outlining proposal on reserve (.9); t/c with B. Perlstein re: same and revise same (.5); draft update email re: DOJ issues (.6); participate in call with Debtors re: updated numbers on SCRA remediation and next steps with DOJ (.8); review updated SCRA chart (.4); multiple correspondence with B. Perlstein and with Debtors re: estimated SCRA costs (.5); participate in call with S. Zide and Ocwen's counsel re: modifications to the Plan (.5).	5.50	3,822.50
10/22/13	MANNAL, DOUGLAS	Office conference with J. Sharret re: DOJ escrow amount and claims estimate (.6); review chart outlining same (.3); conference call with MoFo and company re: same (1.1); TCF w/ Kirkland re: FHFA settlement (.4); follow-up KHE re: same (.3); confer w/ A. Dove re potential settlement of FHFA objection (.3) attend conference call with S. Zide and K. Eckstein and AFI and FHFA re: settlement (1.6); outline global settlement with FHFA and DOJ (1.8); conf w/ B. O'Neill and S. Zide re: plan issues and confidentiality (.5).	6.90	5,692.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/22/13	RINGER, RACHAEL L	Revise substantive consolidation excerpt for confirmation brief (1.7), emails with D. Bessner re: same (.2), discussion with S. Zide re: confirmation brief and 1129 facts, including cram down (1.0), further revise section of confirmation brief re: sub con (.5), draft section of confirmation brief re: assumption/rejection rider (.8), review JSN plan objection (.8), draft section of confirmation brief re: cram down (.7).	5.70	3,192.00
10/23/13	SHIFER, JOSEPH A	Numerous confs and emails with D. Harris and J. Morrow re tabulation issues (2.1), follow up confs with D. Mannal, S. Zide, and E. Frejka re: same (.8), review tabulation analysis (2.0) and draft extensive email to S. Zide re same (.7), confs with N. Allard re same (.3), follow up emails with D. Harris and J. Morrow re same (.6), review plan objections (1.3), confs with D. Eggermann re Ambac settlement (.4), follow up emails with N. Rosenbaum (.3).	8.50	5,907.50
10/23/13	ALLARD, NATHANIEL	Review plan objections (.8), update chart re: same (.7); research re: examiner report (.4), update summary re: same (.4), correspond w/ S. Zide re: same (.1); correspond w/ Moelis re: plan objections (.3); prepare voting tabulation analysis (1.2), correspond w/ J. Shifer re: same (.2); correspond w/ B. O'Neill re: confirmation related documents (.2). correspond w/ A. Dove re: FHFA issues (.2) and review pleadings re: same (.5).	5.00	2,125.00
10/23/13	SIMON, NORMAN	Correspondence with B. O'Neill, D. Mannal, G. Lee, K. Eckstein, K. Denk re: confirmation issues. (.4); Correspondence with D. Donovan, B. O'Neill, A. Dove re: 3rd party releases (.8); analysis of draft confirmation briefs on third party releases (1.0); correspondence with J. Trachtman, A. Dove re: same (.5); Correspondence with G. Lee, K. Eckstein, B. O'Neill re: confirmation issues (.3).	3.00	2,475.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/23/13	DENK, KURT M	Correspond with N. Simon & B. O'Neill re Plan Confirmation workflows (.3). Review revised draft of confirmation brief section addressing Ally Settlement issues (.3) and draft and email comments to J. Trachtman re same (.2). Review documents relevant to Phase II witness depo prep (.8) and draft memo notes re analysis of same (.2).	1.80	891.00
10/23/13	BENTLEY, PHILIP	Conf call w/J. Garrity, B. O'Neill re confirmation hearing prep. (0.3); e-mails with B O'Neill re same (0.2).	0.50	447.50
10/23/13	FRIEDMAN, ALAN R.	Research re: FHFA claims issues (1.0); email and t/c's D. Mannal and A. Dienstag re: securities act issues (.5).	1.50	1,462.50
10/23/13	O'NEILL, P. BRADLEY	Review JSN plan objection (1.9); review chart of objections to confirmation (.6); TC w/ Harris re: confirmation brief (.2); CF w/ P. Kaufman re: confirmation issues and strategy (.8); correspondence w/ D. Mannal re: depositions (.3); emails w/ S. Zide and D. Mannal re confirmation brief (.2); correspondence w/ D. Mannal re: fee issues (.3); review email (.2); review Fazio report (1); emails w/ D. Blabey re: same (.2); TC w/ C. Kerr re: same (.4); review correspondence from Milbank re: discovery, depositions (.4); TC w/ Perry re: depositions; email D. Mannal re: same (.2); review letter from K&E re: depositions (.2); revise schedule (.5); TC w/ T. Garrity re: objections, logistics (.5); CFs w/ S. Zide re: confirmation hearing, witnesses (.4); review research re: intangibles (.3); emails w/ J. Shifer re: same (.2); CF w/ D. Blabey re: same (.2); review FGIC pleadings and decision approving FGIC Settlement (.6); review emails re: plan releases (.2); review email from K. Denk re: witnesses (.3).	10.10	8,332.50
10/23/13	KAUFMAN, PHILIP	Analysis of objections to plan (3.6); emails with Debtors' counsel re: confirmation issues (1.3); conferences with B. O'Neill (.8), D. Mannal (1.4) re: confirmation issues and strategy; conference with MBIA counsel re: plan confirmation discovery (.4)	7.50	7,050.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/23/13	EGGERMANN, DANIEL M	Draft portion of confirmation brief re: settlements embodied in chapter 11 plan, including substantive consolidation, RMBS Settlement, monoline settlements, SUNs settlement (7.6); Review JSN Objection to confirmation (1.0); confer w/ J. Shifer re: Ambac settlement (.4).	9.00	6,975.00
10/23/13	DIENSTAG, ABBE L.	Review revised deck regarding reporting and registration of the liquidating trust (1) and c/w J. Bessonette re: same (0.3); emails re: approval, rejection of compromise or board member compensation (0.3); t/c with S. Zide, J. Dubel re: same; draft clarifying email or use of compensation consultants and circulate same (0.5); t/c K. Henley, S. Zide re: same; begin revision to the deck regarding registration of the liquidating trust (0.5); email and t/cs w/ D. Mannal and A. Friedman re: securities act issues (.5).	3.10	2,712.50
10/23/13	BESSNER, DEBORAH	Compile memos re DOJ reserve for J. Sharret.	0.30	88.50
10/23/13	TRACHTMAN, JEFFREY S.	Review cases and materials on third party release (.8); correspondence with A. Dove, N. Simon, D. Eggermann, G. Horowitz, S. Zide, MoFo re: third party release issues for confirmation (1.8).	2.60	2,405.00
10/23/13	BESSONETTE, JOHN	Emails regarding plan revisions, LTA provisions and related matters with J. Trachtman, N. Simon, D. Mannal and S. Zide (1.2); revise deck re: SEC reporting and registration issues for Liquidating Trust (.8).	2.00	1,650.00
10/23/13	DOVE, ANDREW	Correspond w/ J. Trachtman re confirmation brief issues (3.8). Draft (3.1) and revise outline of confirmation witness declarations (2.6) and review Committee pleadings re same (4.1).	13.60	8,908.00
10/23/13	DUNLAP, JEFFREY	Draft portions of Committee witness testimony for confirmation re: RMBS litigation	2.50	1,400.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/23/13	SHARRET, JENNIFER	Review updated SCRA spreadsheet (.4); correspondence with B. Perlstein re: revisions to same (.2); revise same (.3); prep for meeting with DOJ (.5) meeting at Wilmer Hale with B. Perlstein, D. Mannal, A. Barrage and L. Marinuzzi in prep for meeting with DOJ (.7); meeting at DOJ (1.5); draft email to R. Ringer re: open items on DOJ (.3)	3.90	2,710.50
10/23/13	FREJKA, ELISE S	Call with F. Walters, D. Flanigan regarding borrower trust budget (.3); review Moore reservation of right to Plan and email with N. Rosenbaum regarding same (.4); draft Friedman direct testimony (2.3); conf w/ J. Shifer, D. Mannal and S. Zide re: tabulation issues (.8).	3.80	2,983.00
10/23/13	MANNAL, DOUGLAS	TCF with Kirkland re: FHFA settlement (.4); email to A. Dove, S. Zide, R. Ringer re: same (.5); prep for (1.2) and attend meeting with MoFo at Wilmer Hale re: DOJ issues (.8); and attend all-hands meeting at DOJ office re: resolution of DOJ objection (2.1); review JSN and other POR objections (0.6); revise chart re: same (.9); email with counsel for plan objectors re: extension of deadlines (.7); comment on letter to J. Glenn re: same (.4); conf w/ J. Shifer, E. Frejka and S. Zide re: tabulation issues (.8); email and t/c's w/ A. Friedman and A. Dienstag re: securities act issues (.5) conf w/ P. Kaufman re: confirmation issues and strategy (1.4).	10.30	8,497.50
10/23/13	ZIDE, STEPHEN	Emails with A. Dienstag, J. Dubel and K. Handley and consenting claimants re Liquidation Trust modification (1.3). Emails with N. Allard re research on examiner report (.4). draft notes on JSN plan objection (0.7). discussions with D. Eggermann and R. Ringer re confirmation brief (.8). Emails with D. Mannal re FHFA settlement (.5). Emails with J. Shifer and AlixPartners re assumption schedule (.2); conf w/ J. Shifer, D. Mannal and E. Frejka re: tabulation issues (.8); conf w/ B O'Neill re: confirmation hearing and witnesses (.4).	5.10	3,799.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/23/13	RINGER, RACHAEL L	Discussions with D. Eggermann and S. Zide re: confirmation brief (.8), continue drafting section of confirmation brief re: cram down (1.0), revise same per comments from S. Zide (.9), review chart re: confirmation objections and updates (1.5), numerous emails with S. Zide re: extensions to objection deadlines for confirmation (.5).	4.70	2,632.00
10/24/13	ZIEGLER, MATTHEW C	Discuss 1129(b) research w/ D. Eggermann (0.2).	0.20	112.00
10/24/13	DUNLAP, JEFFREY	Draft testimony for confirmation witnesses re: RMBS trial (4.6); phone call with A. Dove re: same (.2).	4.80	2,688.00
10/24/13	ALLARD, NATHANIEL	Review notice of assumption schedule (.5), research precedent re: same (.3), correspond w/ J. Shifer re: same (.2).	1.00	425.00
10/24/13	DENK, KURT M	Review email updates relevant to JSN trial and Plan Confirmation issues (.3). ` Review documents produced by Debtors/JSNs relevant to Phase II witness depo prep (1.5) and draft memo notes re analysis of same (1).	2.80	1,386.00
10/24/13	SIMON, NORMAN	Attend confirmation meeting with MoFo (2.5); Call with AFI, A. Dove, J. Trachtman re: 3rd Party releases (.7); Correspondence with J. Trachtman A. Dove, D. Blabey re: 3rd Party release (.5); Meeting with N. Hamerman re: Lyons report (.3); correspondence with K. Eckstein, N. Hamerman, K. Denk re: Lyons report (.2).	4.20	3,465.00
10/24/13	KAUFMAN, PHILIP	Prepare for (1.0) and meeting with (2.5) Debtors' counsel re: plan confirmation issues and strategy; conferences with B. O'Neill, K. Eckstein, S. Zide re: confirmation issues (1.0); continue analysis of plan objections (4.4).	8.90	8,366.00
10/24/13	ZIEGLER, MATTHEW C	Legal research re: "unfair discrimination" in plan context (5.0).	5.00	2,800.00
10/24/13	EGGERMANN, DANIEL M	Review JSN Objection to confirmation (.3); conference w/ M. Ziegler re research project and cram down (.2); draft confirmation brief (2.0); legal research re same (3.0).	5.50	4,262.50
10/24/13	BENTLEY, PHILIP	Review and comment on draft RMBS section of confirmation brief (0.6), and discussion w/ J. Taylor re same (1.4); conf call w/MoFo re confirmation hearing prep (1.6).	3.60	3,222.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/24/13	TAYLOR, JOEL M.	Meeting with P. Bentley re: draft RMBS section of confirmation brief (1.4); Edit RMBS Insert w/ P. Bentley comments (1.2).	2.60	2,015.00
10/24/13	DOVE, ANDREW	Attend meeting w/ Moelis team and B. O'Neill re Dermont testimony (1.0). Draft outline of declaration topics re same (6.3). Review case law re third party release and related provisions (2.2) and draft analysis of same (2.0).	11.50	7,532.50
10/24/13	TRACHTMAN, JEFFREY S.	Review plan objections and outline responses (2.2).	2.20	2,035.00
10/24/13	BESSONETTE, JOHN	Review A. Dove revisions to finalize and email to J. Brodsky SEC deck re: liquidating trust issues (.6); revisions to draft amended plan (.8); revisions to draft of revised LTA (1.2).	2.60	2,145.00
10/24/13	O'NEILL, P. BRADLEY	Emails w/ D. Blabey, S. Zide re: JSN deficiency claim theory (.2); CFs w/ K. Eckstein, S. Zide, P. Kaufman re: confirmation (1); prepare for and attend meeting at MoFo re: confirmation prep (3.6); correspond w/ N. Hamerman re: motion in limine (.2); review Dermont outline (1.3); TCF w/ A. Dove and Moelis re: same (1.0); review A. Lawrence email re: discovery (.2).	7.50	6,187.50
10/24/13	ARCHER, CAROL	Meeting w/ A. Dienstag re revisions to Plan and LTA (1.2), revisions thereto (1.6), related emails/confs w/R. Ringer and J. Bessonette (2.0).	4.80	3,480.00
10/24/13	HAMERMAN, NATAN	Confer with B. O' Neill re Lyons (.3); confer with P. Bentley re Lyons (.4); confer with D. Blabey re MIL (.3).	1.00	775.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/24/13	ZIDE, STEPHEN	Meeting with Mofo, K. Eckstein, D. Mannal, B. O'Neill and P. Kaufman re preparation for confirmation/phase 2 hearing (3.5). Emails with J. Shifer re Wachovia settlement (.5). Emails with A. Barrage and J. Shifer re assumption schedule (.3). Emails with M. Rothschild re Ocwen settlement (.6). Emails and discussions with D. Mannal re resolution of FHFA claim (.4). Emails with P. Kaufman, K. Eckstein and D. Mannal re intercompany claims (.4). Emails with Mofo re Impac (.2) conf w/ B. O'Neill, K. Eckstein, P. Kaufman re: confirmation preparation (1.0).	6.90	5,140.50
10/24/13	SHIFER, JOSEPH A	Review assumption schedule draft (2.3), emails with M. Rothchild and A. Barrage re same (.6), research re prepetition contracts (.8), emails with M. Kelsey re UBS voting (.2), review unit allocation analysis (1.6), confs with R. Ringer re same (.5), emails with A. Gibler re same (.3)	6.30	4,378.50
10/24/13	SHARRET, JENNIFER	Email to A. Barrage re: inserts for DOJ carve-out (.4); correspondence with M. Rothchild re: Ocwen language (.3); follow-up correspondence with A. Barrage re: status of DOJ issues (.1)	0.80	556.00
10/24/13	FREJKA, ELISE S	Call with J. Shifer regarding voting (.2); research specific claims (1.4); call with D. Harris, J. Morrow regarding voting issues and treatment of class claims (1.1); research specific borrower claims (.7); review Flinn plan objection (.7); emails with F. Walters regarding Kessler vote (.2).	4.30	3,375.50
10/24/13	MANNAL, DOUGLAS	Prep for (.8) and attend meeting at MoFo in prep for confirmation hearing (3.5); TCF w/ Kirkland re: FHFA settlement (1.1); draft summary of key terms on FHFA settlement (1.9); follow-up calls with Kirkland and MoFo re: same (1.6).	8.90	7,342.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/24/13	RINGER, RACHAEL L	Emails with C. Archer and J. Bessonette re: revisions to Plan and LTA (2.0), draft section of confirmation brief re: 1129 factors (.9), research re: payment of fees under a plan for same (.7), revise draft section of confirmation brief re: 1129 factors (.5), draft section of confirmation brief re: SUNs settlement (1.4), review section of confirmation brief re: Ally settlement and monoline settlement (.6). Revise chapter 11 plan to conform changes to the LTA, revised definitions, address certain plan objections and revise judgment reduction language (3.9).	10.00	5,600.00
10/24/13	ECKSTEIN, KENNETH H.	Attend meeting at MoFo re confirmation agenda (3.5).	3.50	3,465.00
10/25/13	BESSNER, DEBORAH	Compile precedent confirmation orders for S. Zide and R. Ringer.	0.70	206.50
10/25/13	BESSNER, DEBORAH	Input R. Ringer's edits into Expenses allocation rider.	1.00	295.00
10/25/13	ALLARD, NATHANIEL	Perform legal research on plan voting (1.8), correspond w/ J. Shifer re: same (.3); review notice of assumption and assignment (2.0), comment re: same (.8); research references to allocation (.4); research re: plan precedent (1.2), correspond w/ S. Zide re: same (.2); research holdings of certain claims re: confirmation brief (.5), correspond w/ D. Eggermann re: same (.1).	7.30	3,102.50
10/25/13	SIMON, NORMAN	Correspondence with K. Eckstein, D. Blabey re: confirmation brief (.2); Call with K. Eckstein re: same (.1); correspondence with P. Bentley re: Lyons (.5); Correspondence with J. Trachtman, A. Dove re: 3rd Party releases (.2).	1.00	825.00
10/25/13	BESSNER, DEBORAH	Email P. Bentley re FGIC motions in limine to preclude Lipps testimony.	0.70	206.50
10/25/13	DENK, KURT M	Review email updates relevant to JSN trial and Plan Confirmation issues (.4). Review documents relevant to Phase II witness depo prep (.4) and correspond with N. Simon re same (.3).	1.10	544.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/25/13	EGGERMANN, DANIEL M	Draft confirmation brief re: 1129 factors and RMBS settlement riders (3.9); discussions w/ P. Bentley re: RMBS section of confirmation brief (.8); review GM insurer objection to plan (.5); confs. w/ A. Dove and J. Trachtman re confirmation brief (1.5); discuss GM Insurers objection to Plan with E. Frejka and scope of proposed changes to Plan to address (.3).	7.00	5,425.00
10/25/13	ECKSTEIN, KENNETH H.	Attend portion of meeting with B. O'Neill and S. Zide re response to AFI settlement issues (.8); internal memo of issues re same (.6)	1.40	1,386.00
10/25/13	BENTLEY, PHILIP	Edit draft objection to Ruslin/Homer deposition designations. (0.6), and discs. w/ E. Lintz re same (0.2); additional review and analysis of Lyons expert report and related materials, and potential motion to preclude (2.0), and discussion w/ N. Simon re same (0.5); draft RMBS portion of confirmation brief (1.4), and discs. w/ J. Taylor and D. Eggermann re same (0.8).	5.50	4,922.50
10/25/13	TAYLOR, JOEL M.	Edit RMBS Insert to confirmation brief, including legal analysis of approval of settlement under Iridium factors (5.4); discussions w/ P. Bentley and D. Eggermann re: RMBS portion of confirmation brief (.8).	6.20	4,805.00
10/25/13	DIENSTAG, ABBE L.	C/w J. Bessonette, C. Archer re: LTA revisions and pre-effectiveness tasks (0.3); c/w C. Archer re: drafting protections for liquidating trustee as PSC Trustee and numerous e/ms re: same (0.3).	0.60	525.00
10/25/13	ZIDE, STEPHEN	Review Fazio rebuttal report (2); prepare counter scenarios (.7); speak with K. Eckstein re same (.4); review Mofo proposed scenarios (.4); call with Mofo, K. Eckstein. and B. O'Neill re rebuttal report to Fazio (1); follow up emails with J. Marines re same (.2). Discussions with B. O'Neill, K. Eckstein, P. Kaufman and AlixPartners re rebuttal report on intercompany claims (2). Calls with J. Bessonette and J. Brodsky re revised LTA (.4); emails and call with P. McElvain re same (.2). revise confirmation brief rider re ally contribution allocation and email R. Ringer re same (.4).	7.70	5,736.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/25/13	TRACHTMAN, JEFFREY S.	Edit sections of confirmation brief re: settlements comprising global settlement and third party releases (3.8); calls and emails with D. Eggermann and A. Dove re: third party releases (1.4); correspondence w/ A. Dove, N. Simon, D. Eggermann and MoFo re: third party release (2.2); review cases and related materials on release issue (1.2).	8.60	7,955.00
10/25/13	BESSONETTE, JOHN	Revisions to LTA (.8), conferences with A. Dienstag, S. Zide regarding same (.4); meeting with C. Archer to review closing checklist, flow of funds (1.0).	2.20	1,815.00
10/25/13	O'NEILL, P. BRADLEY	Meet with K. Eckstein, S. Zide re: FTI response (1.4); TCs AlixPartners re: rebuttal (2.0); call with C. Kerr, A. Lawrence re: schedule (.2); TC MoFo re: Renzi rebuttal (1.2); review Kirpalani direct (.3); emails C. Siegel re: schedule (.2); emails P. Bentley re: Lyons issues (.2); CF N. Hamerman re: Lyons (.2); review Dermont outline (0.3); emails FTI re: report (.2).	6.20	5,115.00
10/25/13	KAUFMAN, PHILIP	Continue analysis of JSNs' expert reports (3.7); numerous conferences and emails with K. Eckstein, B. O'Neill, S. Zide re: expert reports and strategic issues (2.4); TCF and emails with Committee members' counsel re: confirmation discovery (1.3); conference call with FTI re: expert reports/analysis (.8); conferences emails with Debtors' counsel re: confirmation discovery issues (1.9).	10.10	9,494.00
10/25/13	HERZOG, BARRY	Call with H. Tucker and J. Demro to disc residual interests (.5); related follow-up emails re: same (.3).	0.80	716.00
10/25/13	ARCHER, CAROL	Meeting w/J. Bessonette re: work flow matters, funds flow (1.0). revise Liquidating Trust Agreement (.7) and distribution thereof to Consenting Claimants (.4), related correspondence w/J. Bessonette, S. Zide, R. Ringer (1.9).	4.00	2,900.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/25/13	DOVE, ANDREW	Confer w/ D. Eggermann re third party release briefing, (1.4), Correspond w/ J. Trachtman re same (1.0), Review and comment on revised confirmation brief (2.1), Review and comment on motion re settlement of NCUAB issues at confirmation hearing (1.9), Review draft Kirpalani declaration (.3) and correspond w/ Quinn re same (.2).	6.90	4,519.50
10/25/13	SHIFER, JOSEPH A	Call with Debtor and MoFo re plan assumption schedule (.7), review voting analysis (.7), emails with D. Harris re same (.4), conf with A. Gibler re unit analysis (.3), emails re same (.2), confs with D. Mannal re claims reserve (.3), revise same (2.1), emails with N. Rosenbaum, M. Talarico and J. Wishnew re same (.5), emails with M. Talarico re same (.3), emails with D. Harris re late ballots (.3)	5.80	4,031.00
10/25/13	FREJKA, ELISE S	Discuss GM Insurers objection to Plan with D. Eggermann and scope of proposed changes to Plan to address objections (.3); revise Friedman direct testimony per comments of D. Mannal (1.4).	1.70	1,334.50
10/25/13	MANNAL, DOUGLAS	Review L. Trust indemnification language (.4); email with J. Bessonette re: same (.2); review plan modifications (.1); email with J. Shifer and R. Ringer re: same (.6); office conference with K. Eckstein, S. Zide and B. O'Neill re: AlixPartners report on intercreditor issues (1.7); review Kirpalani declaration (.7); TCF with J. Dubel re: AlixPartners report (.2); email with MoFo and Kirkland on FHFA settlement (.3); TCF with J. Dubel re: liquidation trust language (.2); TCF with Kasowitz re: settlement with FHFA (.3); conference call with DOJ re: reserve (1.2).	5.90	4,867.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/25/13	RINGER, RACHAEL L	Draft portion of confirmation brief re: AFI settlement and expense allocation (1.1), revise same (.8), emails with D. Bessner re: same (.5), emails with S. Zide re: same (.5) review S. Zide comments to same and revise (.4), revise plan confirmation WIP (.5), revise Plan confirmation witness list (.6), revise chapter 11 plan re: plan objections and resolutions (.7), emails with S. Zide, J. Bessonette re: same (.5), further revise Ally settlement allocation rider (.3).	5.90	3,304.00
10/26/13	EGGERMANN, DANIEL M	Draft confirmation brief including sections relating to the global settlement, RMBS Settlement, third party releases, and 1129 factors (8.0); legal research re same (2.5)	10.50	8,137.50
10/26/13	BENTLEY, PHILIP	Continue editing RMBS portion of confirmation brief (3.0), and trade multiple e-mails w/ D. Mannal and S. Zide re same (.6).	3.60	3,222.00
10/26/13	SIMON, NORMAN	Correspondence with J. Trachtman, D. Eggermann, A. Dove re: confirmation brief (.2); Review/analysis of Lyons report (2.3).	2.50	2,062.50
10/26/13	DOVE, ANDREW	Revise Dubel Declaration re: mediation and plan settlements (4.5) circulate same to B. O'Neill (.7). Review objections to Plan re: securities claims and release issues (2.5).	7.70	5,043.50
10/26/13	TRACHTMAN, JEFFREY S.	Edit third party release, debtor release, and exculpation section of confirmation brief (5.9); emails with A. Dove, D. Eggermann, D. Blabey re: potential confirmation post trial submissions (1.2).	7.10	6,567.50
10/26/13	ZIDE, STEPHEN	Review and comment on revised plan (1); email R. Ringer re same (.1). Emails with A. Dove re declarations for confirmation (.1).	1.20	894.00
10/26/13	SHARRET, JENNIFER	Multiple emails with D. Mannal, MoFo re: status of DOJ discussions and next steps	0.40	278.00
10/27/13	ALLARD, NATHANIEL	Review confirmation brief (.5) and research citations re: same (.9), correspond w/ A. Dove re: same (.2).	1.60	680.00
10/27/13	DENK, KURT M	Review email updates relevant to JSN trial and Plan Confirmation issues (.3). Review draft Plan Confirmation brief (.8) and email summary relevant to Ally Settlement analysis to N. Simon (.2).	1.30	643.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/27/13	EGGERMANN, DANIEL M	Review objections to Plan (3.0); review draft Lipps declaration (1.0)	4.00	3,100.00
10/27/13	BENTLEY, PHILIP	E-mails re confirmation brief w/ D. Mannal and D. Blabey.	0.20	179.00
10/27/13	SIMON, NORMAN	Review draft confirmation brief on releases (.7); Review/analysis of Lyons report (1.2).	1.90	1,567.50
10/27/13	DOVE, ANDREW	Analyze plan objections, including JSN objection, and objections to third party releases and debtor releases embodied in the Plan (4.9).	4.90	3,209.50
10/27/13	TRACHTMAN, JEFFREY S.	Review (3.0) and edit (3.2) briefs and findings of fact in support of confirmation; correspondence with D. Blabey, D. Eggermann, K. Eckstein re: submissions (1.1).	7.30	6,752.50
10/27/13	BESSONETTE, JOHN	Review and reply to emails related to LTA (.3), research, DOJ (AG) and closing matters re: assumed contracts, anti-assignment clauses (1.0).	1.30	1,072.50
10/27/13	O'NEILL, P. BRADLEY	Review and edit confirmation brief re: plan settlements issues.	2.10	1,732.50
10/27/13	KAUFMAN, PHILIP	Emails with K. Eckstein, S. Zide, B. O'Neill and D. Mannal re: experts' reports (.8).	0.80	752.00
10/27/13	MANNAL, DOUGLAS	Email with DOJ re: plan objection (.3); email with D. Eggermann re: GM insurers' objection to POR (.2); email with J. Sharret re: DOJ carve-out language (.2); review same (.2).	0.90	742.50
10/27/13	ZIDE, STEPHEN	Review revised LTA (.3); email with R. Ringer re same (.2). Emails with K. Eckstein re sup. expert report by AlixPartners (.2). Emails with J. Shifer re assumption schedule (.2). Emails with MoFo re Ocwen objection (.2). Research and email J. Brodsky re severance issue and employment contract (1); emails with R. Ringer and N. Allard re same (.2). Review and comment on Dubel direct declaration (1). emails and call with R. Ringer re confirmation order (.3).	3.60	2,682.00
10/28/13	ZIEGLER, MATTHEW C	Review GM Insurers' plan objection (0.5); research re: preemption of anti-assignment provisions in insurance policies (3.4); meet w/ B. O'Neill, J. Trachtman, D. Mannal, D. Eggermann, S. Zide, A. Dove, R. Ringer, and N. Allard to discuss response to confirmation objections (1.8).	5.70	3,192.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/28/13	BESSNER, DEBORAH	Compile binder for P. Bentley re confirmation expert reports.	1.20	354.00
10/28/13	DOVE, ANDREW	Attend meeting re Plan objections (2.0), Confer w/ D. Mannal re settlement of FHFA objection (.2) and attend call w/ Kasowitz (.3). Confer w/ D. Eggermann re release/ injunction/exculpation/ section of brief (.3) and revise same based on additional analysis (1.3) and incorporation of Debtors' declarations (1.6), Revise Dubel Declaration based on comments from S. Zide (2.6), Confer w/ S. Zide re comments to Dermont Declaration (.2) and draft same (3.9).	12.40	8,122.00
10/28/13	ALLARD, NATHANIEL	Meeting re: plan objections w/ B. O'Neill, J. Trachtman, B. O'Neill, S. Zide, A. Dove, M. Ziegler, R. Ringer (2.0); draft chart re: reply to plan objections (2.5); research (1.0) and add cite check draft confirmation brief (1.4); correspond w/ A. Dove, S. Zide re: plan-related documents (.5).	7.40	3,145.00
10/28/13	DENK, KURT M	Review email updates relevant to JSN trial and Plan Confirmation issues (.6). Analyze documents for Phase II depo defense (J. Cortese) (2); prepare documents and memo notes for (.6) and correspond with (.2) N. Simon re same.	3.40	1,683.00
10/28/13	DIENSTAG, ABBE L.	Correspond with S. Zide, J. Sharret re: revisions to DOJ/AG provision in LTA (0.3); emails D. Mannal, S. Zide re: exculpation and indemnification of PSC Trustee (0.2).	0.50	437.50
10/28/13	SIMON, NORMAN	Review of key documents, Examiner Report for Cortese deposition (1); Correspondence with K. Denk, D. Donavan re: same (.2); Call with G. Skidmore re: same (.2); correspondence with D. Donavan, B. O'Neill on confirmation issues (.3).	1.70	1,402.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/28/13	SHIFER, JOSEPH A	Revise assumption schedule notices (1.6), conf w/ S. Zide re: status of claims and voting status (.5); emails with MoFo re same (.6), review assumption schedule (.7), emails with S. Tandberg re same (.3), confs w/ J. Donnell re plan objection (.3), confs with PBGC counsel re same (.3), follow up emails with S. Zide and D. Mannal re: same (.4), confs with D. Harris re same (.2), confs with D. Eggermann re balloting (.2).	5.10	3,544.50
10/28/13	ZIDE, STEPHEN	Emails with J. Brodsky and P. Ritter re post-emergence comp for employees (.2); follow up call re same (.8). Review FTI rebuttal report to Fazio on confirmation (1); call with K. Eckstein, B. O'Neill and MoFo re same (1.5). Review and comment on draft confirmation brief (2). Call with P. McElvain re LTA (.7). Call with A. Dienstag and J. Sharret re LTA (.4). Speak with R. Ringer re confirmation order (.3). Attend portion of meeting with B. O'Neill, J. Trachtman, D. Mannal, R. Ringer, M. Ziegler and D. Eggermann re plan objections (.8). meetings and calls with K. Eckstein, B. O'Neill, D. Mannal and Mofo re intercompany claims and rebuttal report (2). Speak with J. Shifer re status of claims and voting status (.5). Emails with Mofo and J. Shifer re Impac settlement (.4). Emails with J. Shifer re assumption schedule (.2).	10.80	8,046.00
10/28/13	O'NEILL, P. BRADLEY	Review confirmation brief (.9); CFs D. Eggermann re: same (.2); review JSN objection (.4); Meet with M. Ziegler, D. Eggermann, J. Trachtman, D. Mannal, D. S. Zide, A. Dove, R. Ringer, and N. Allard re: response to confirmation objections (1.8); call with K. Eckstein re: same (.8); CF G. Horowitz re: Lyons report (.3); emails P. Bentley, N. Simon, N. Hamerman, re: same (.2); revise Dubel testimony (.7); conference with court re: JSN discovery (1); TC w/ Bove re: hearing (.2); CF R. Ringer re: same (.2); emails with K. Eckstein re: same (.1); TCF w/ S. Zide, K. Eckstein, MoFo, FTI re: rebuttal scenarios (1.3); revise proposed schedule and email to Milbank (.5); CFs w/ S. Zide re: FTI rebuttal (2.0).	10.60	8,745.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/28/13	HAMERMAN, NATAN	Review Lyons report.	0.50	387.50
10/28/13	BESSONETTE, JOHN	Emails with S. Zide, A. Dienstag and C. Archer regarding LTA, closing matters and related issues (1.9)	1.90	1,567.50
10/28/13	TRACHTMAN, JEFFREY S.	Review and edit draft confirmation brief and post-trial submission (3.7); meet w/ M. Ziegler, B. O'Neill, D. Eggermann, D. Mannal, S. Zide, A. Dove and N. Allard re: response to confirmation objections (1.8); correspondence with D. Blabey, D. Eggermann, A. Dove, Y. Chernyak re: post trial submissions (1.4).	6.90	6,382.50
10/28/13	BENTLEY, PHILIP	Review draft confirmation brief (0.6); e-mails w/ D. Mannal re Lyons report (0.3).	0.90	805.50
10/28/13	KAUFMAN, PHILIP	Meeting with Debtors' counsel and L. Kruger re: depositions (6.2); conferences with B. O'Neill and S. Zide re: experts' reports/testimony (1.7); review draft pretrial order and draft confirmation brief (1.6).	9.50	8,930.00
10/28/13	HERZOG, BARRY	Disc w/ R. Wade re: RMBS Claims Trust pre-sub conf. (0.6); related emails w/R. Cima and others (0.3); review same (0.8).	1.70	1,521.50
10/28/13	SHARRET, JENNIFER	Follow-up emails with MoFo re: DOJ negotiations (.3); draft detailed email to D. Mannal re: status of negotiations and language on government carve-out (.8); draft revision to Liquidating Trust agreement on DOJ/AG Settlement reserve (.7); multiple correspondence with A. Dienstag, J. Bessonette and S. Zide re: same (.6); further revisions to same (.3); draft cover emails and circulate to MoFo and then to DOJ (.3); prep for (.3) and participate in call with MoFo and DOJ re: government carve-out (.5); email to D. Mannal and B. Perlstein re: results of call (.4);	4.20	2,919.00
10/28/13	EGGERMANN, DANIEL M	Draft plan confirmation brief (7.0); meeting w/ S. Zide, B. O'Neill, J. Trachtman, N. Allard, A. Dove, D. Mannal re responses to plan objections (2.0); review JSN objection to plan (1.0).	10.00	7,750.00
10/28/13	ARCHER, CAROL	Confs/emails w/J. Bessonette re: closing matters (.6), emails w/ J. Horner re: flow of funds and workflows (.4), draft flow of funds and workflows (1.3), related review of documents and materials (.8).	3.10	2,247.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/28/13	FREJKA, ELISE S	Revise Friedman direct testimony (2.1); review and comment on Thompson direct testimony (1.2); review revised plan (.9); emails with D. Flanigan, F. Walters regarding GM Insurers objection (.2); call with A. Dienstag regarding cooperation agreement between Borrower Trust and Liquidating Trust (.2).	4.60	3,611.00
10/28/13	TAYLOR, JOEL M.	E-mail w/ N. Simon re: legal issues for confirmation brief.	0.80	620.00
10/28/13	MANNAL, DOUGLAS	Review confirmation brief (2.6); generate outline of issues re: same (.9); TCF w/ Kirkland re: FHFA (.5); email with MoFo re: plan modifications (.7); office conference with K. Eckstein and S. Zide re: confirmation hearing and next steps (1.8); TCF w/ MoFo re: same (.5); office conference with J. Trachtman, B. O'Neill, A. Dove, M. Ziegler, D. Eggermann, R. Ringer, N. Allard, S. Zide re: response to POR objections (1.8); email with R. Wynne re: J. Dubel testimony (.2); review declaration re: same (.2).	9.20	7,590.00
10/28/13	RINGER, RACHAEL L	Office conference with J. Trachtman, B. O'Neill, A. Dove, M. Ziegler, D. Eggermann, D. Mannal, N. Allard, S. Zide re: response to POR objections (1.8), CF B. O'Neill re: confirmation hearing (.2); speak with S. Zide re: confirmation order (.3), revise confirmation order (1.7), revise portions of confirmation brief re: FHFA claims, classification of claims and interest, assumption/ assignment of contracts (2.0).	6.00	3,360.00
10/28/13	ECKSTEIN, KENNETH H.	Call with B. O'Neill re: plan objections (.8).	0.80	792.00
10/29/13	ZIEGLER, MATTHEW C	Review Syncora plan confirmation objection (0.7).	0.70	392.00
10/29/13	BESSNER, DEBORAH	Insert S. Zide edits into Direct Testimony of L. Kruger.	4.70	1,386.50
10/29/13	ALLARD, NATHANIEL	Draft chart re: plan objections and responses to each (3.0), correspond w/ R. Ringer re: same (.5); further draft same (1.5); correspond w/ J. Shifer re: assumption notice (.2), correspond w/ S. Zide, J. Shifer re: plan-related documents (.5).	5.70	2,422.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/29/13	ALLARD, NATHANIEL	Analyze voting results (.7), correspond w/ J. Shifer, S. Zide re: same (.3); review confirmation brief (.8); Draft FHFA stipulation (1.7), correspond w. D. Mannal, A. Dove, R. Ringer re: same (.2).	3.70	1,572.50
10/29/13	DENK, KURT M	Review email updates relevant to JSN trial and Plan Confirmation issues (.3). ` Perform legal research (1.2) and draft memo notes (.6) re Phase II deponent background info (Lyons) for N. Simon.	2.10	1,039.50
10/29/13	DIENSTAG, ABBE L.	T/c J. Brodsky re: DTC participant to support eligibility (0.2); e/ms J. Brodsky re: Delaware trustee (0.1) t/c AST re: transfer agent function (0.2); t/c with C. Archer, J. Horner to discuss effective date cash flow movements (0.1); t/c J. Brodsky, Wilmington Trust Personnel to discuss engagement of WTC (0.2); c/w J. Bessonette re: revision to closing deck (0.1); emails with J. Brodsky summarizing certain DTC mechanics (0.2).	1.10	962.50
10/29/13	SIMON, NORMAN	Call with J. Trachtman re: release issues (.4); Call with G. Skidmore re: Cortes (.4); Correspondence with B. O'Neill, S. Zide, K. Denk, MoFo re: confirmation issues (.5).	1.30	1,072.50
10/29/13	ZIDE, STEPHEN	Review draft rebuttal report on interco claims (1.2); speak with P. Kaufman re same (.8); call with Mofo and FTI on same (.9); calls with J. Marines re same (.5); review revised report on same (.5); review revised waterfall report from FTI (.8); emails with D. Mannal and K. Eckstein re intercompany claims (.3). Review and markup L. Kruger direct (4); discussions with D. Bessner re same (.5). Revise Dubel declaration (1); discussions with B. O'Neill re same (.6). Discussions with J. Shifer re reserve motion (.9). Emails with T. Goren on Impac settlement (.4). Emails with J. Shifer re PBGC (.2).	12.60	9,387.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/29/13	O'NEILL, P. BRADLEY	Revise Dubel testimony in support of confirmation (5.6); MTW S. Zide re: same (.6); TCF w/ C. Kerr re: exhibits (.2); review Friedman testimony (.6); review Kirpalani testimony (.5); emails Milbank re: depositions (.3); emails Lawrence re: schedule (.2); review proposed alternative schedule (.3); TCF w/ S. Zide re: Dubel depo (.6).	8.90	7,342.50
10/29/13	BESSONETTE, JOHN	Conferences and emails regarding effective date/closing matters with J. Horner, A. Dienstag and C. Archer (.8); review and update Liquidating Trust presentation revised draft to A. Dienstag (2.1).	2.90	2,392.50
10/29/13	TRACHTMAN, JEFFREY S.	Edit post trial findings and confirmation brief, draft preliminary brief (5.6); several correspondence with B. O'Neill, A. Dove, D. Mannal, S. Zide, D. Eggermann re: plan objection responses (1.4); emails and TCs re: post trial filings with D. Eggermann, D. Blabey, A. Dove, J. Levitt, K. Eckstein, G. Horowitz (1.6); call w/ N. Simon re: release issues (.4); discussion w/ S. Zide re: draft rebuttal re interco claims (.8).	9.80	9,065.00
10/29/13	KAUFMAN, PHILIP	Edit draft witness declarations and experts' reports (6.6); conference call with FTI re: expert reports (.7); numerous conferences and emails with B. O'Neill, S. Zide, D. Mannal and Debtors' counsel re: experts' reports, witness declarations, and strategic issues (2.9).	10.20	9,588.00
10/29/13	BENTLEY, PHILIP	E-mails with D. Mannal re confirmation issues.	0.20	179.00
10/29/13	HERZOG, BARRY	Discs w/ N. Simon re: pre-sub conf.	0.70	626.50
10/29/13	DOVE, ANDREW	Draft plan confirmation witness testimony (7.3). Confer w/ J. Beha of MoFo re confirmation brief and plan confirmation hearing issues (.5). Review draft Kirpalani declaration (.5) and correspond w/ S. Shelley of Quinn re same (.3). Review draft stipulation re RMBS issues (.3) and correspond w/ J. Rothberg of MoFo re same (.2). Review and comment on revised Dubel declaration (.5). Revise other declarations based on same (2.7).	12.30	8,056.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/29/13	EGGERMANN, DANIEL M	Legal research in connection w/JSN objection (1.7); review JSN objection (1.6); prepare response to plan objections (4.3); conf w/ D. Mannal and R. Ringer re confirmation brief (1.1).	8.70	6,742.50
10/29/13	ARCHER, CAROL	Emails w/J. Bessonette re: flow of funds and workflows (.8), draft flow of funds and workflows re: same (2.1); and related review of documents and materials (.5). Conf call w/J. Horner, P. Grande, A. Dienstag re: Effective DATE items (.5).	3.90	2,827.50
10/29/13	SHIFER, JOSEPH A	Confs with V. Murrell re plan issues (.6), review revised assumption schedule (1.7), numerous emails with M. Rothchild re same (.8), emails with S. Zide and D. Harris re governmental entity plan issues (.8), revisions to assumption schedule exhibit (1.4), emails with A. Alves re assumption schedule (.2); discuss reserve motion w/ S. Zide (.9).	6.40	4,448.00
10/29/13	SHARRET, JENNIFER	Review research on 1146 (.3); review DOJ mark-up to liquidating trust language and correspondence with B. Perlstein re: same; comment on same (.6); comment on DOJ proposal for carve-out language (.4); multiple correspondence with A. Barrage re: open items on DOJ issues (.3)	1.60	1,112.00
10/29/13	FREJKA, ELISE S	Update Friedman direct testimony (1.9); comment on Thompson direct testimony (.9); comment on Krueger direct testimony (.3); discuss GM Insurers objection with D. Flanigan (.2); correspondence re: same with D. Eggermann (.2); review schedule of executory contracts to be assumed (.2); email with F. Walters, D. Flanigan regarding inclusion of PNC contract (.1); call with M. Rothschild regarding same (.2); call with J. Wishnew regarding same (.1); email to F. Walters regarding same (.1); call with J. Wishnew regarding Kessler and PNC (.2); call with N. Rosenbaum, P. Gallante regarding Universal Restoration objection (.3).	4.70	3,689.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/29/13	MANNAL, DOUGLAS	Attend prep session re: L. Kruger deposition at MoFo (3.8); review AFI press release re: FHFA settlement (.2); email update to K. Eckstein re: LK deposition prep and other plan related issues (.7); revise Friedman direct re: borrower claims (1.6); email with E. Frejka re: same (.2); conf w/ R. Ringer and D. Eggermann re: confirmation brief (1.1).	7.60	6,270.00
10/29/13	RINGER, RACHAEL L	Conf with D. Mannal and D. Eggermann re: confirmation brief (1.1), revise same re: comments from D. Mannal (2.5), revise plan re: FHFA settlement, insurance issues, and borrower causes of action (2.2), emails with D. Mannal and S. Zide re: status of plan documents (.5), revise confirmation objections status chart (.8), further revise same (.6), emails with N. Allard re: same (.4).	8.10	4,536.00
10/30/13	ALLARD, NATHANIEL	Draft FHFA stipulation (1.6), correspond w/ D. Mannal, A. Dove, R. Ringer re: same (.4); Draft Syncora stipulation (4.0), correspond w/ D. Mannal, A. Dove, R. Ringer re: same (.7); further draft Syncora stipulation (2.0); correspond w/ B. O'Neill re: plan discovery (.1); meeting w/ R. Ringer, A. Dove, D. Eggermann, S. Zide, J. Shifer re: response to plan objections (1.4); revise confirmation witness declarations (1.0), correspond w/ S. Zide re: same (.2); Further revise FHFA stipulation (.5), correspond w/ D. Mannal re: same (.2); further revise Syncora stipulation (2.0), correspond w/ R. Ringer re: same (.2)	14.30	6,077.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/30/13	ZIDE, STEPHEN	Review AlixPartners intercompany rebuttal report (1.2); calls with AlixPartners re comments to same (.7); speak with P. Kaufman re same (.4). Comment on FTI rebuttal reports on intercompany (2); discussions with P. Kaufman re same (.5); meeting with Mofo, P. Kaufman and FTI re same (3). Review Renzi rebuttal report (.7); call with B. O'Neill, Mofo and FTI re same(.8). Review status report on plan objections (.5); meeting with D. Eggermann, A. Dove, R. Ringer, J. Shifer and N. Allard re same (1.4). Email with T. Goren re Impac settlement (.2). correspondence with D. Mannal and J. Shifer re Syncora settlement (.5). Speak with J. Shifer re Wachovia settlement (.5). Speak with B. O'Neill re confirmation schedule timing (.4).	12.80	9,536.00
10/30/13	ZIDE, STEPHEN	Status update call with K. Eckstein and D. Mannal re plan settlements, phase 1 pleadings and confirmation strategy (.9).	0.90	670.50
10/30/13	SIMON, NORMAN	Attend and participate at Cortes deposition (8); Meetings with K. Denk, N. Hamerman, P. Bentley, B. O'Neill re: expert depositions (1); Meetings with K. Denk re: Lyons deposition (.6); Correspondence with D. Donovan, B. O'Neill re: confirmation issues (.5).	10.10	8,332.50
10/30/13	DENK, KURT M	Meeting w/ N. Simon re: Lyons deposition (.6). Attend meeting (1) with P. Bentley, B. O'Neill, N. Simon, N. Hamerman re Lyons depo prep; Identify (1) and review (3) background material, perform legal research (2), and draft memo notes (1.1) for N. Simon re same; Perform legal research (1.2) and draft memo notes (.6) re Phase II deponent background info (Lyons) for N. Simon.	10.50	5,197.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/30/13	SHIFER, JOSEPH A	Attend plan execution call with MoFo, ResCap, and J. Brodsky (2.8), conf with J. Donnell re plan objection (.2), follow up emails with D. Harris and N. Ornstein re same (.3), confs with N. Ornstein re same (.2), attend portion of conference with S. Zide, N. Allard, D. Eggermann, and R. Ringer re plan objection (.8), research re HFBNA stipulation (.7), conf with S. Zide and R. Ringer re confirmation order and unit allocation issues (.8), numerous confs with E. Frejka, S. Zide, and L. Marinuzzi re assumption schedule issues (.5), research re same (.7); speak w/ S. Zide re: Wachovia settlement (.5).	7.50	5,212.50
10/30/13	KAUFMAN, PHILIP	Continue review (3.2) and editing (3.3) of draft expert reports, continue revising same; prepare for (.2) and meeting with Debtors' counsel, FTI, S. Zide re: expert reports (3.0); TCF with Alix Partners re: expert report (.6); numerous conferences and emails with S. Zide, B. O'Neill and Debtors' counsel re: confirmation discovery issues and strategy (1.7), speak with S. Zide re: intercompany rebuttal report (.4).	12.40	11,656.00
10/30/13	BESSNER, DEBORAH	Update plan objection binders.	0.50	147.50
10/30/13	BENTLEY, PHILIP	Conf w/B. O'Neill, N. Simon, K. Denk re Lyons preclusion motion and deposition (1.0), and notes re same (0.6); e-mails w/ D. Eggermann re confirmation issues (0.5).	2.10	1,879.50
10/30/13	O'NEILL, P. BRADLEY	Review Dermont testimony (2.6); CF with A. Dove re: same (.5); TCF w/ FTI, MoFo re: scenarios (1); review FTI report re: intercompanies (.7); CF w/ S. Zide re: confirmation schedule timing (.4); meet with N. Simon, P. Bentley, N. Hamerman re: Lyons deposition (1.0); review G. Horowitz materials re: ASARCO (1.3); review form of motion to preclude (.8); Call with D. Mannal re: Kruger (.2); Call w/ C. Kerr, A. Lawrence re: logistics, schedule (.8); emails with JSNs re: schedule (.4); review memo re: Kruger deposition (.3); review AlixPartners report (1).	11.00	9,075.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/30/13	TRACHTMAN, JEFFREY S.	Edit post hearing brief (3.2) and FOF and confirmation brief (3.3); correspondence re: postpetition filings with D. Eggermann, G. Horowitz, A. Dove, K. Eckstein, D. Mannal, and MoFo attorneys (2.1)	8.60	7,955.00
10/30/13	HAMERMAN, NATAN	Meeting with N. Simon, P. Bentley, B. O'Neill, K. Denk re Lyons deposition (1.0).	1.00	775.00
10/30/13	DOVE, ANDREW	Confer w/ D. Mannal re settlement re FHFA's plan objection (.3) and draft stipulation re same (.5). Meeting with D. Eggermann, S. Zide, R. Ringer, J. Shifer and N. Allard re plan objections (1.4). Confer w/ B. O'Neill re Dermont testimony in support of Plan (.3) and draft and revise same (6.5). Confer w/ J. Bernbrock of K&E re plan objections (.4). Review draft Kruger declaration (.5). Review additional draft declarations from MoFo re Plan confirmation (.8). Review JSN objection to Plan and draft analysis of same (1.4). Confer w/ R. Ringer and J. Shifer re claims stipulations (.3).	12.40	8,122.00
10/30/13	SHARRET, JENNIFER	Correspondence with D. Mannal and L. Marinuzzi re: DOJ carve-out language (.3); t/c with A. Barrage re: government carve-out (.4); emails with D. Mannal and B. Perlstein re: government carve-out and liquidating trust language (.3); prep for and participate in call with D. Mannal, B. Perlstein, MoFo and DOJ re: government carve-out (.9) and further review of carve-out language.	1.90	1,320.50
10/30/13	EGGERMANN, DANIEL M	Prepare outline of JSN objections and responses thereto (2.9); review and comment on Kruger declaration (3.7); meeting w/ S. Zide, J. Shifer, A. Dove, N. Allard, R. Ringer re responses to objections to plan (1.4).	8.00	6,200.00
10/30/13	BESSONETTE, JOHN	Prepare for (.1) and attend meeting with Debtor closing team, FTI, S. Zide (3.0); finalize draft of Liquidating Trust presentation for J. Brodsky (.4); follow up on relevant items from meeting (.6).	4.10	3,382.50
10/30/13	DIENSTAG, ABBE L.	Revise summary PPT deck for use by J. Brodsky in connection with preliminary board meeting (1.1); attempts to control DTC (0.1); c/w J. Bessonette re: deck (0.2).	1.40	1,225.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/30/13	FREJKA, ELISE S	Call with S. Zide regarding Krueger direct testimony (.2); review cooperation agreement between Liquidating Trust and Borrower Trust and comment (.9); review Power Point regarding Borrower Trust and comment to J. Bessonette (.3); revise Krueger direct testimony (.5); call with J. Shifer regarding assumption of mortgages and HELOCs (.2); research regarding same and Berkshire sale (1.5); follow up discussions with J. Shifer re: same (.2); call with R. Nosek regarding same (.3).	4.10	3,218.50
10/30/13	MANNAL, DOUGLAS	Attend deposition of L. Kruger (4.5); attend meeting at MoFo with counsel for Trustees re: FGIC plan issues (.8); conference with MoFo re: confirmation hearing prep and meet and confer with MoFo (.7); office conference with B. O'Neill re: same (.3); TCF with B. O'Neill and MoFo re: same (.5); review AlixPartners intercompany claim report (.6); email with B. O'Neill re: JSN request on depositions (.2); email with MoFo re: FHFA settlement (.3); review proposed language for POR, order and Liquidation Trust re: DOJ (1.4); TCF w/ J. Sharret re: same (.4); TCF w/ DOJ re: same (.8); revise FHFA settlement (.9).	11.40	9,405.00
10/30/13	RINGER, RACHAEL L	Meeting with S. Zide, J. Shifer, A. Dove, N. Allard, D. Eggermann re: responses to objections to plan (1.4), confer with A. Dove and J. Shifer re: claims stipulations (.3), conf with S. Zide and J. Shifer re: confirmation order and unit allocation issues (.8), correspond with N. Allard re: FHFA objection and stipulation (.4), numerous revisions to confirmation brief re: FHFA settlement, D. Mannal comments and settlements (1.7), further revise same re: comments from D. Eggermann (.7), further revise confirmation order per S. Zide comments (1.9).	7.20	4,032.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/31/13	ZIEGLER, MATTHEW C	Discuss postpetition interest research w/ D. Eggermann (0.3); research re: entitlement to postpetition interest on deficiency claim (4.7); draft Plan objection reply footnote re: same (0.1); discuss 363(f) research w/ D. Eggermann (0.2); research re: 363(f)(1) (0.4); research re: 363(f)(5) (1.8).	7.50	4,200.00
10/31/13	CIPOLLA, SANTO A.	Confer with K. Denk regarding preparation of binder for upcoming Lyons Deposition (.4); review binders for copies of documents to be used during Lyons Deposition (1.4).	1.80	549.00
10/31/13	BESSNER, DEBORAH	Highlight Westman, Dondzila and Hamzehpour transcripts re citations in Bingham expert report.	1.20	354.00
10/31/13	BESSNER, DEBORAH	Email precedent confirmation orders to R. Ringer.	0.50	147.50
10/31/13	BESSNER, DEBORAH	Update confirmation calendar and case calendar re confirmation deadlines.	1.00	295.00
10/31/13	BESSNER, DEBORAH	Input S. Zide edits into D. O'Conner expert report (1); run redline for S. Zide and P. Kaufman re same (.1).	1.10	324.50
10/31/13	WOLF, BENJAMIN	Call with J. Sharret re exculpation research for confirmation issues (.2); research same (.6); email J. Sharret re same (.1).	0.90	504.00
10/31/13	DENK, KURT M	Review email updates relevant to JSN trial and Plan Confirmation issues (.4); emails and calls with N. Simon (.5) & N. Hamerman (.2) re Lyons depo prep; Identify (1.2) and review (3) background material, and draft deposition outline notes (1.8) for N. Simon re same; perform legal research (1.2) and draft memo notes (.6) re Phase II deponent background info (Lyons) for N. Simon.	8.90	4,405.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/31/13	DOVE, ANDREW	Revise Dermont declaration per comments from B. O'Neill (3.9). Review and comment on revised Dubel declaration (.5). Attend meeting w/ S. Zide, D. Eggermann, R. Ringer, N. Allard, and J. Shifer re plan objections (1.0). Attend conf. call re objections w/ MoFo and K&E (1.5). Revise and circulate stipulation re settlement of FHFA objection (.7). Review transaction documents re Wells Fargo objection (2.5) and draft analysis of same (.8). Confer w/ N. Ornstein re FHFA and plan objection issues (.4). Correspond w/ B. O'Neill, S. Zide, and P. Kaufman re intercompany claims (.5) based on review on intercompany agreements (.6). Confer w/ J. Shifer re Wachovia objection (.2).	12.60	8,253.00
10/31/13	ALLARD, NATHANIEL	Draft (3.0) and revise (3.0) Syncora stipulation; meet w/ P. Bentley re: same (.2), correspond w/ D. Mannal, R. Ringer, J. Shifer re: same (.6); review plan regarding DOJ issues (.8), correspond w/ J. Sharret re: same (.2); revise confirmation witness declarations (2.0), correspond w/ S. Zide re: same (.2); correspond w/ P. Kaufman re: expert reports (.2), research re: same (1.8).	12.00	5,100.00
10/31/13	SHARRET, JENNIFER	Review comparison of changes to Plan and rider to confirmation order reflecting negotiations with DOJ (.3); t/c and emails with N. Allard and R. Ringer re: same (.2); revise same (.5); c/f with D. Mannal re: DOJ government carve-out language (.5); further revisions (.4); research re: exculpation (.6); multiple correspondence with A. Barrage and L. Marinuzzi re: governmental carve-out language (.5); finalize language for circulate to DOJ and AFI (.4); participate in call with D. Mannal, B. Perlstein, MoFo and DOJ re: government carve-out language (1); further revisions to government carve-out and reserve language (.6); review research on 1146 (.6); correspondence with B. Herzog re: same (.2); draft detailed update email re: status of negotiations with DOJ and states re: plan issue (.8); correspondence with B. Perlstein re: same (.2); further revise same (.3); multiple emails and t/c with R. Ringer re: plan issues (.3)	7.40	5,143.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/31/13	EGGERMANN, DANIEL M	Confs. w/ M. Ziegler re plan research (.7); revise confirmation brief (3.1); Call w/MoFo and Kirkland re Plan objections (1.0); draft reply to plan objections (3.5); legal research re same (.9)	9.20	7,130.00
10/31/13	HERZOG, BARRY	Emails w/ J. Sharret re: sales and use tax.	0.20	179.00
10/31/13	BESSONETTE, JOHN	Conferences/emails J. Shifer and A. Dienstag; finalize updated LT presentation; to J. Brodsky and J. Horner (1.5); review and reply to emails with group on matters relating to closing and establishing Liquidating Trust (.6)	2.10	1,732.50
10/31/13	DIENSTAG, ABBE L.	T/c with J. Silverster of DTC (0.1); emails J. Brodsky re: same (0.1); emails D. Drayton of DTC (0.3); email J. Brodsky re: protections for PSC Trustee under LTA (0.3); t/c w/ J. Brodsky re: same (0.1); review revised deck (0.2).	1.10	962.50
10/31/13	HAMERMAN, NATAN	Confer with N. Simon and K. Denk re schedule and re third party releases project.	0.30	232.50
10/31/13	KAUFMAN, PHILIP	Continue revising rebuttal experts' reports (8.6); numerous correspondence with K. Eckstein, B. O'Neill, S. Zide, Debtors' counsel, FTI and AlixPartners re: expert reports and discovery issues (3.3).	11.90	11,186.00
10/31/13	TRACHTMAN, JEFFREY S.	Revise proposed confirmation findings of fact (2.3), revise portions of confirmation brief re: JSN claims and plan settlements (3.5), further revise findings of fact re: same (1.7);; correspondence with D. Eggermann, A. Dove, D. Blabey, K. Eckstein, N. Simon, C. Siegel, Y. Chernyak, Mofo and K. Eckstein re: release brief and post-trial submission (2.3).	9.80	9,065.00
10/31/13	SIMON, NORMAN	Analysis of Lyons report and Lyons expert deposition preparation (2); t/c with D. Mannal, C. Kerr, D. Donovan re: confirmation witness issues (.7); participate in portion of call with J. Trachtman, A. Dove, Kirkland, MoFo re: third party release issues (.6); call with B. O'Neill re: Kirkland call prep. (.3); correspond with B. O'Neill re: experts (.5); correspond with K. Denk re: experts (.5); correspond with N. Hamerman re: experts (.2); correspond with J. Trachtman, A. Dove re: release issues (.3);	5.10	4,207.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/31/13	SHIFER, JOSEPH A	Revise LT presentation (1.2), confs with J. Bessonette re same (.5), emails with S. Tandberg and M. Eisenberg re same (.4), confs with V. Murrell re PBGC plan issues (.3), follow up emails with D. Harris and N. Ornstein re same (.8)	3.20	2,224.00
10/31/13	ZIDE, STEPHEN	Review revised and comment on FTI rebuttal report on intercompany claims (1.5). Review and comment on revised Renzi report (1); discuss with B. O'Neill (.4); emails with K. Eckstein re same (.8). Speak with P. Kaufman re FTI report on intercompanies (1). Comment on AlixPartners report on intercompanies (1.5); calls with AlixPartners, P. Kaufman and B. O'Neill re same (.7). Review JSN plan objection (.5); speak with D. Eggermann re same (.5). Speak with J. Shifer re PBGC and Wachovia claims (.6). Email with Mofo re Oracle, Ocwen and assumption schedule (.3). discussion with A. Dove re Wells Fargo objection (.5). Discussions with D. Mannal and B. O'Neill re Dubel direct (.5).	9.80	7,301.00
10/31/13	MANNAL, DOUGLAS	Office conference with R. Ringer re: confirmation brief (.3); revise plan language to address DOJ objection (.3); email with MoFo re: same (.2); TCF with J. Sharret re: same (.3); office conference with B. O'Neill and S. Zide re: J. Dubel and J. Dermont declarations (.5); call with DOJ re: plan modifications (.9); revise confirmation brief (4.0).	6.50	5,362.50
10/31/13	FREJKA, ELISE S	Call with R. Nosek regarding executory nature of mortgage loans (.3); review research regarding same and treatment of HELCOs (.9); call with M. Rothschild regarding same (.2); discuss same with J. Shifer (.3); review Berkshire closing documents (1.0).	2.70	2,119.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/31/13	O'NEILL, P. BRADLEY	Review changes to Dubel testimony (.3); CFs S. Zide, D. Mannal re: same (.5); revise testimony (1.1); CF S. Zide, P. Kaufman re: intercompanies expert reports (.7); review FTI report (1); CF S. Zide re: same (.4); review AlixPartners report (1); emails Perry re: depo schedule (.5); TC Perry re: same (.3); CF w/ P. Kaufman re: same (.2); review Cortese summary (.5); CF N. Simon re: same (.2); TCF w/ Kirkland re: Phase II (.7); TC w/ T. Foudy, Walsh re: DK depo (.3); email re: pre-trial schedule (.3); TCF w/ R. Wynne re: depo prep (.2); TCF w/ N. Simon re: AFI witness (.3).	8.50	7,012.50
10/31/13	RINGER, RACHAEL L	Correspondence with S. Zide re: confirmation order (.8), revise same per S. Zide comments (.9), correspondence with J. Shifer re: same (.9), review precedent confirmation orders re: provisions relevant to global settlement (3.5), draft proposed findings of fact and conclusions of law for confirmation order (1.9), revise same (.8), conference with D. Mannal re: confirmation brief (.3).	9.10	5,096.00
TOTAL			<u>2,553.70</u>	<u>\$1,853,512.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

January 31, 2014
Invoice No. 638507

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	145.40	143,946.00
TRACHTMAN, JEFFREY S.	PARTNER	89.90	83,157.50
BENTLEY, PHILIP	PARTNER	73.80	66,051.00
SIMON, NORMAN	PARTNER	4.20	3,465.00
O'NEILL, P. BRADLEY	PARTNER	64.80	53,460.00
KAUFMAN, PHILIP	PARTNER	1.30	1,222.00
MANNAL, DOUGLAS	PARTNER	6.00	4,950.00
HOROWITZ, GREGORY A.	PARTNER	299.30	267,873.50
ZIDE, STEPHEN	ASSOCIATE	79.70	59,376.50
CHASS, MARK	ASSOCIATE	85.30	66,107.50
HAMERMAN, NATAN	ASSOCIATE	308.70	239,242.50
GOODMAN, ALISSA R.	ASSOCIATE	211.60	150,236.00
SIEGEL, CRAIG L	ASSOCIATE	319.80	247,845.00
FARBER, PEGGY	ASSOCIATE	260.50	194,072.50
SHIFER, JOSEPH A	ASSOCIATE	102.60	71,307.00
FOLEY, NICOLE	ASSOCIATE	171.10	112,070.50
BLABEY, DAVID E	ASSOCIATE	314.40	234,228.00
CHERNYAK, YEKATERINA	ASSOCIATE	259.50	184,245.00
AMSTER, JASON S	ASSOCIATE	6.10	4,422.50
WOLF, BENJAMIN	ASSOCIATE	17.10	9,576.00
ZIEGLER, MATTHEW C	ASSOCIATE	10.50	5,880.00
RINGER, RACHAEL L	ASSOCIATE	6.00	3,360.00
MILLER, ASHLEY S	ASSOCIATE	158.70	96,807.00
LINTZ, EDWARD M	ASSOCIATE	164.60	81,477.00
KAUP, ANASTASIA N	ASSOCIATE	113.60	56,232.00
GUCCION, MARY K	ASSOCIATE	29.30	16,408.00
ALLARD, NATHANIEL	ASSOCIATE	13.50	5,737.50
GRIBBON, SARA B	ASSOCIATE	29.70	12,622.50
SCHMIDT, SHAI	ASSOCIATE	26.50	14,840.00
CIPOLLA, SANTO A.	PARALEGAL	66.90	20,404.50
STACKPOOLE, ANNE	PARALEGAL	6.30	1,921.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
TATZ, DAWN	PARALEGAL	6.00	1,830.00
CHOUPROUTA, ANDREA	PARALEGAL	8.90	2,848.00
SIKES, ALISON	PARALEGAL	132.30	40,351.50
PHILLIP, RENEE	PARALEGAL	160.70	49,013.50
BECKER, BRYON	PARALEGAL	3.00	885.00
BESSNER, DEBORAH	PARALEGAL	<u>31.80</u>	<u>9,381.00</u>
TOTAL		<u>3,789.40</u>	<u>\$2,616,853.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	SIKES, ALISON	Speak with J. Natividad at AlixPartners about preparation for JSN trial.	0.80	244.00
10/01/13	SIKES, ALISON	Create "Lara Hall Deposition Transcript" binders for N. Hamerman.	0.60	183.00
10/01/13	WOLF, BENJAMIN	Review produced documents in connection with JSN depositions in preparation for trial (2.6); draft email to N. Hamerman re same (.3).	2.90	1,624.00
10/01/13	LINTZ, EDWARD M	Review JSN trial exhibits for materials related to Adequate Protection issue (3.9); review of all documents relating to E. Siegert or Houlihan Lokey in support of expert testimony rebuttal (4.4).	8.30	4,108.50
10/01/13	KAUP, ANASTASIA N	Revise summary re: evidentiary issues research (.4); correspond w/ B. O'Neill and N. Hamerman re: same (.2).	0.60	297.00
10/01/13	MILLER, ASHLEY S	Research MMLPSA claim (4.0); perform further legal research re: issues regarding MMLPSA claim (3.8)	7.80	4,758.00
10/01/13	SIMON, NORMAN	Correspondence with K. Denk re: JSN trial and confirmation issues, correspondence with N. Hamerman and B. O'Neill re: discovery issues (.2); review JSN 30(b)(6) subject list and correspondence with K. Denk re: same (.3).	0.50	412.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	SIEGEL, CRAIG L	Research (.5) and draft (.7) Dixon counter designations and objections; analyze Taylor report (.4); perform legal research on hearsay (.6); emails w/ A. Goodman re: trial logistics (.3); edit order of proof for trial (.4) conference call with A. Goodman and counsel re: trial logistics (.3); call with N. Hamerman re: APA and releases (.3); analyzed Citi MSR pledge (.5); conference call with Centerview re: rebuttal report and expert depositions (2.2); edit Marano statement (.1), call w/ B. O'Neill re: Walter issues (.2).	6.50	5,037.50
10/01/13	CIPOLLA, SANTO A.	Review Examiner Report re: relevant pages of potential deponents for upcoming JSN depositions (3.5); emails with A. Chouprouta and D. Bessner regarding same (.4), further review Examiner Report in connection with upcoming depositions (3.1).	7.00	2,135.00
10/01/13	TRACHTMAN, JEFFREY S.	Correspondence with D. Blabey, K. Eckstein, G. Horowitz, R. Ringer, D. Eggermann re: JSN briefs and pretrial order (1.8); review draft pretrial submissions and lists (.8).	2.60	2,405.00
10/01/13	AMSTER, JASON S	Review JSN pre-trial order for accuracy of pre-petition loan descriptions.	2.00	1,450.00
10/01/13	O'NEILL, P. BRADLEY	Call w/ C. Siegel re: Walter issues (.2); speak w/ S. Zide re: 2012 auction and asset sales (.6); revise Marano direct (2.6); confer w/ G. Horowitz re: Phase II issues (1.2); review AlixPartners analysis re: same (.3).	4.90	4,042.50
10/01/13	BENTLEY, PHILIP	Review memos re expert deposition in preparation for JSN trial.	0.80	716.00
10/01/13	SHIFER, JOSEPH A	Review stipulated facts re phase I trial (1.0) and research re same (.7), review revisions to paydown stipulation and further revise same (1.2), correspond with S. Zide and S. Martin re same (.8).	3.70	2,571.50
10/01/13	CHERNYAK, YEKATERINA	Revise stipulated facts for pretrial JSN submissions (4.0); review underlying produced documents (3.0) and pleadings (1.7) to obtain facts re: same. Further revise stipulated facts (1.4); discuss pretrial contentions with D. Blabey (.8).	10.90	7,739.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	HOROWITZ, GREGORY A.	Confer w/ B. O'Neill re Phase II (1.2); analyze materials related to Fazio (3.0), prepare for same (2.5); review M. Puntus rebuttal draft (1.5); oversee court technology preparations (1.0); teleconference w/ CVP, M. Puntus re expert report review (3.2)	12.40	11,098.00
10/01/13	GOODMAN, ALISSA R.	Review stipulated facts for JSN trial (.8); gather (1.4) and review (.7) expert background materials; Emails with C. Siegel (.2) and participate in parties' call to court w/ C. Siegel (.3) re: trial logistics; further review trial preparation outline (1.6); participate in calls with co-counsel and AlixPartners re: trial preparation (.8); edit Farley witness statement (3.1); correspond w/ N. Hamerman re: same (.2).	9.10	6,461.00
10/01/13	FARBER, PEGGY	Review witness declarations in preparation for trial (2.2); coordinate organization (1.1) and production (3.8) of expert reliance materials; emails with G. Horowitz and adversaries' attorneys re reliance materials (.3); review collection of exhibits for G. Horowitz for upcoming depositions (.4); emails w/ A. Goodman re order of proof (.1); correspond with Mofo paralegal re reliance materials from W&C (.3); correspond with Alix re same (.2).	8.40	6,258.00
10/01/13	SIKES, ALISON	Create Expert Report spirals for G. Horowitz, P. Bentley, C. Siegel, D. Mannal, and other JSN Litigation team members.	3.20	976.00
10/01/13	SIKES, ALISON	Update Expert Report Statistics for G. Horowitz.	0.50	152.50
10/01/13	SIKES, ALISON	Compile JSN documents from Relativity for N. Hamerman.	0.50	152.50
10/01/13	SIKES, ALISON	Retrieve Expert reliance materials for P. Farber and G. Horowitz	0.70	213.50
10/01/13	ZIDE, STEPHEN	Speak with B. O'Neill re facts on asset sales and auctions in 2012 (.6). review (1.2) and comment on (.8) stipulated facts for phase 1 ; follow up correspondence with G. Horowitz and D. Blabey re same (.3); follow up correspondence with Y. Chernyak re same (.2).	3.10	2,309.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	HAMERMAN, NATAN	Call w/ C. Siegel re: APA and releases (.3), correspond w/ A. Kaup re: evidentiary issues (.2), review (1.0) and comment on (.3) proposed PTO/stip facts; prepare for Marano direct (.8); prepare for Farley direct (3.5); review loan and release issue (1.5); review related produced documents from document database re: same (1.0); review emails produced (1.7) and further review (2.0) documents produced in preparation for trial.	12.30	9,532.50
10/01/13	PHILLIP, RENEE	Review expert materials to ensure that all documents are included (6.0); create binder of Siegert/Houlihan Lokey materials (3.0); assist in creation of chart on expert material statistics (.2).	9.20	2,806.00
10/01/13	FOLEY, NICOLE	Analyze JSN exhibits re: asset sales (3.6); create chart re: same (1.7); e-mail C. Siegel re: same (0.1), further review JSN exhibits re: same (1.0).	6.40	4,192.00
10/01/13	BLABEY, DAVID E	Edit pretrial brief template (.5); edit pretrial contentions (2.7); continue drafting of same (3.7) discuss with Y. Chernyak re same (.8); correspond re: pretrial brief with S. Zide and J. Shifer (.2); further drafting of same (2.4) and further correspondence with Y. Chernyak re: same (.5) and review stipulated facts (.8).	11.60	8,642.00
10/01/13	CHASS, MARK	Review multiple drafts of pre-trial order for JSN trial (4.0), comment on same (1.3), draft rider to same (1.4), review J. Amster comments on same (.5), correspondence w/ J. Amster, Y. Chernyak, D. Blabey re: same (1.1).	8.30	6,432.50
10/02/13	CIPOLLA, SANTO A.	Finalize review of examiner's report re: pages referencing potential deponents (3.2) create binder of all relevant pages for upcoming depositions (2.8).	6.00	1,830.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/02/13	BLABEY, DAVID E	Multiple discussions with Y. Chernyak re pretrial order edits (1); revise contentions (1.8); call with M. Chass re factual stipulations (2); correspond with K. Chin re lien issues (2); correspond with C. Siegel re factual contentions (1); review (6) and edit (4) proposed stipulated facts from JSNs; further edits to contentions (8) and correspond re: same with J. Trachtman (2); perform research for pretrial brief (1.9); speak with K. Eckstein re: stipulated facts (2) and J. Trachtman (1); meeting with G. Horowitz, S. Zide, C. Siegel, R. Phillip and Y. Chernyak re edits to stipulated facts (1.5); further review (5) and edit (3) of facts.	9.80	7,301.00
10/02/13	MILLER, ASHLEY S	Research fraudulent transfer and conversion (3.1); draft findings of research on fraudulent transfer and conversion (3.9)	7.00	4,270.00
10/02/13	AMSTER, JASON S	Review deposit account disclosure in JSN stipulation	0.80	580.00
10/02/13	LINTZ, EDWARD M	Review of all documents relating to E. Siegert or Houlihan Lokey in support of expert testimony rebuttal (4.0), perform further review (3.0) and analysis (2.6) of same.	9.60	4,752.00
10/02/13	O'NEILL, P. BRADLEY	Correspond with G. Horowitz re: status of trial preparation (3); review Farley testimony (1.2); review Finnerty and Siegert reports (2); review OID case law summaries (2); call with AlixPartners re: expert reports (5).	4.20	3,465.00
10/02/13	ECKSTEIN, KENNETH H.	Review stipulated facts (1), discuss with D. Blabey re same (2); meet with Judge Peck re: report on JSN issues (1.0); review draft rebuttal reports and pleadings re JSN litigation (2.4).	4.60	4,554.00
10/02/13	BENTLEY, PHILIP	Conference call with W. Nolan and T. Meerovich (2.9) re Winn deposition preparation, and further prepare for Winn deposition (1.2); review internal KL team e-mails re other JSN trial strategy and prep issues (0.7).	4.80	4,296.00
10/02/13	SHIFER, JOSEPH A	Review revised JSN paydown motion (4).	0.40	278.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/02/13	CHERNYAK, YEKATERINA	Discussions w/ D. Blabey re: pretrial order (1.0), Review JSNs' stipulated facts (.8); Meeting with C. Siegel, S. Zide, D. Blabey, G. Horowitz, R. Phillip re: JSNs' stipulated facts (1.5); revisions to facts to incorporate same (1.1); and additional further revisions to facts (2.1). research (3.0) and draft (1.6) portion of pretrial order relating to adequate protection.	11.10	7,881.00
10/02/13	HOROWITZ, GREGORY A.	Review JSN proposed stips (1.0), comment on same (.5); review AlixPartners analysis re JSN reports (1.5); review Siegert documents (3.5); meet with M. Landy, D. O'Connor, M. Moscato, C. Siegel re expert reports (3.0): call w/ J. Levitt re: Levine (.6); meet with D. Blabey, C. Siegel, S. Zide, Y. Chernyak, R. Phillip re stips (1.5); review Farley direct (1.0); e-mails w/ internal KL team re same (.8); review Puntus rebuttal (.5).	13.90	12,440.50
10/02/13	GOODMAN, ALISSA R.	Edit Farley witness statement (6.5); review e-mails from G. Horowitz re: same (.8).	7.30	5,183.00
10/02/13	FARBER, PEGGY	Review comments on Farley witness statement (1.2); call w/ J. Rosell re issues for meeting re: same (.1); call w E. Tobin re designations (.2); email to G. Horowitz re declaration (.3). call with C. Siegel re counter designations (.2); email to G. Horowitz, J Morris, J. Rosell on tax issue (.4); call with R. Abdelhamid re designations (.2); exchange emails with G. Horowitz, R. Feinstein, J. Morris, J. Rosell re tax issue (.5); Create witness counter designations (4.0); circulate all designations to team (.3), review exhibit list (1.0) and suggest objections (.6), further create witness counter designations (1.7).	10.70	7,971.50
10/02/13	SIKES, ALISON	Retrieve Expert reliance materials for P. Farber and G. Horowitz	2.80	854.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/02/13	SIEGEL, CRAIG L	Correspond with K. Chin, D. Blabey, Y. Chernyak re: Citi MSR facility (.2); emails w/ same re: JSN lien on MSRs (.4); correspond w/ Y. Chernyak re: lien on MSRs (.2); analyze draft Marano statement (.7); analyze draft pretrial order (.4); analyze JSN draft stipulated facts (1.0); analyze Hall designations (1.0) and call with P. Farber re: same (.2); meeting with G. Horowitz, M. Moscato, D. O'Connor & M. Landy re: expert depositions (3.0); analyze draft Puntus statement (.3); meeting with G. Horowitz, S. Zide, D. Blabey, Y. Chernyak, R. Phillip re: JSN stipulated facts (1.5); analyze Puntus revised rebuttal report (.2); analyze opening statement (.2).	9.30	7,207.50
10/02/13	ZIDE, STEPHEN	Emails with D. Blabey re pretrial order for phase 1 (.3). Review (1.2) and comment on (.8) draft of stipulated facts. Meeting with G. Horowitz, C. Siegel, D. Blabey, Y. Chernyak, R. Phillip re stipulated facts (1.5).	3.80	2,831.00
10/02/13	HAMERMAN, NATAN	Review deposition designations (.7); analyze witness statements (3.3); prepare for Winn deposition (2.7), and review related exhibits (.7); review Committee claims (.6); emails w/ C. Siegel re discovery issues (.3); review stipulated facts and PTO (.8); analyze releases (1.5); analyze LOC (.5).	11.10	8,602.50
10/02/13	PHILLIP, RENEE	Review expert reliance materials (3), prepare for (.5) and attend (1.5) meeting w/ G. Horowitz, S. Zide, C. Siegel, D. Blabey, Y. Chernyak re: stipulated facts.	5.00	1,525.00
10/02/13	FOLEY, NICOLE	Exchange e-mails w/ C. Siegel re: asset sales (0.1); review JSN exhibit issues (3.5); conduct research re: JSN evidence objections (2.9); create chart re: JSN exhibits related to asset sales (0.6); e-mail C. Siegel re: same (0.1); e-mail w/ C. Siegel re: valuation issue (0.1), further review JSN exhibit issues (1.6).	8.90	5,829.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/02/13	CHASS, MARK	Review (1.3) and markup (1.2) JSN proposed PTO; correspond w/ S. Zide, D. Blabey re: comments on same (.5), call w/ D. Blabey re same (.2), call T. Toaso re: JSN proposed stips, PTO (.8), correspond w/ G. Horowitz, S. Zide, D. Blabey, N. Hamerman, Y. Chernyak, C. Siegel re PTO (.8), review info re Deposit Account Control Agreements (.9), email correspondence w/ J. Amster re same (.5)	6.20	4,805.00
10/02/13	ECKSTEIN, KENNETH H.	Call with D. Gropper re JSN issues (.7); call with G. Uzzi re: same (.4).	1.10	1,089.00
10/02/13	TRACHTMAN, JEFFREY S.	Review (2.5) and edit (2.0) full draft of PTO for JSN trial; correspondence with D. Blabey, K. Eckstein, R. Ringer, N. Hamerman, G. Horowitz re: PTO, legal issues, trial planning (1.7).	6.20	5,735.00
10/03/13	LINTZ, EDWARD M	Review of all documents relating to E. Siegert or Houlihan Lokey in support of expert testimony rebuttal (4.0); full co-counsel meeting with KL and attorneys from Morrison Foerster, Curtis, and Pachulski to discuss preparation for trial (1.3); further review of documents re: Siegert and Houlihan in support of expert testimony rebuttal (4.0), call w/ C. Siegel re: expense allocation (.1).	9.40	4,653.00
10/03/13	FOLEY, NICOLE	Review goodwill case law (1.0); attend joint defense meeting re: status and strategy in JSN litigation (1.3); conduct additional research re: valuation (1.8); review (1.9) and analysis (1.4) of same.	7.40	4,847.00
10/03/13	KAUP, ANASTASIA N	Research re: evidentiary issues in JSN adversary proceeding for proposed exhibits (4.0); revise summary re: same (1.2). perform further legal research re: evidentiary issues in preparation for trial (3.5) and edit summary of same (1.6).	10.30	5,098.50
10/03/13	O'NEILL, P. BRADLEY	Review draft rebuttal report (.8) and meet w/ Finnerty, G. Horowitz, P. Farber re: Finnerty rebuttal report (2.5); review Marano testimony (.2); review changes re: same (.3); attend full co-counsel team meeting re: JSN litigation (1.3); review changes to rebuttal report (.3).	5.40	4,455.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/03/13	CIPOLLA, SANTO A.	Review Examiner Report re: potential JSN witnesses (3.5); Compile copies of relevant portions for binder (2.0).	5.50	1,677.50
10/03/13	ECKSTEIN, KENNETH H.	Meet with co-counsel re discovery and trial (1.3), confer w/ M. Puntus re lien claim (.8); review Finney report (.6); review related JSN docs (.6)	3.30	3,267.00
10/03/13	BENTLEY, PHILIP	Emails w/ G. Horowitz, B. O'Neill re JSN expert issues for trial.	0.90	805.50
10/03/13	GUCCION, MARY K	Perform legal research re: JSN voting and impairment issues (1.0); correspond w/ M. Chass re confirmation memo (.1) and revise same accordingly (.3); review memo (.3); further correspond w/ M. Chass re revisions to same (.8); revise same re M. Chass comments (4.2).	6.70	3,752.00
10/03/13	MILLER, ASHLEY S	Research re: doctrines relating to validity of JSN claims in preparation for JSN trial (3.9); perform further legal research re: same (2.1).	6.00	3,660.00
10/03/13	CHERNYAK, YEKATERINA	Revise portions of contentions: relating to loan releases and springing liens (3.8), and intercompany loan issues (3.3); perform further legal research re: same (4.0), discuss same w/ D. Blabey (.3).	11.40	8,094.00
10/03/13	HOROWITZ, GREGORY A.	Review Finnerty rebuttal (1.1); correspond w/ B. O'Neill re Finnerty (.4); correspond w/ D. Mannal re organization and strategy leading to Phase I trial (.4); review AlixPartners comp materials (.7); meet with J. Finnerty, B. O'Neill, P. Farber re rebuttal (2.5); correspond with K. Eckstein re status and strategy (1.0); review contention draft (1.0); attend weekly full team and co-counsel meeting re: trial preparation (1.3); further prepare cross outlines (2.6).	11.00	9,845.00
10/03/13	GOODMAN, ALISSA R.	Review draft stipulations (.4); review e-mails from internal KL team re: same (.7); review deposition transcripts for counter-designations (4.0); prepare for (.1) and attend full team meeting re: trial prep (1.3); call w/ P. Farber re: designations (.1), further review depo transcripts for counter-designations (1.6).	8.20	5,822.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/03/13	FARBER, PEGGY	Review counter designations, emails with C. Siegel re same (.4); review witness statement (.8); correspond w/ A. Sikes and R. Philip re exhibit binders (.5); call w/ J. Rosell re designations (.1); meeting with Finnerty expert witness, Finnerty, and G. Horowitz, B. O'Neill re: rebuttal (2.5); call w/ A. Goodman re designations (.1); correspond w/ A. Sikes re analyst reports (.3); emails with G. Horowitz and A. Sikes re analyst reports (.2) ; attend weekly trial strategy meeting with Kramer Levin and common interest law firms (1.3); emails with G. Horowitz, C. Siegel re: possible claw back (.2); follow-up correspondence with C. Siegel and Curtis Mallet attorney re clawback (.2); draft letter re exhibits to adversary (2); finish compiling designations and compose letter to opponents (2.3).	10.90	8,120.50
10/03/13	SIKES, ALISON	Retrieve expert reliance materials for P. Farber and G. Horowitz	4.50	1,372.50
10/03/13	SIEGEL, CRAIG L	Call w/ R. Abdelhamid re: evidentiary objections (.5); correspond with R. Phillip re: depo designations (.2); analyzed Dixon objections (.3); call with S. Zide re: trial prep (.1); call with E. Lintz re: expense allocation (.1); call with N. Hamerman re: in limine motions (.1); analyze Marano & Whitlinger objections (2.1), and email R. Abdelhamid re: same (.3); prepare for (.6) and participate in all plaintiffs' counsel trial prep meeting (1.3); correspond with P. Farber re: Finnerty document issues and research re: same (.4); analyze confidentiality agreement for discovery issues (.2); research (.5) and draft (.4) order of proof on goodwill issues.	7.10	5,502.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/03/13	ZIDE, STEPHEN	Call w/ C. Siegel re: trial preparation (.1), Review (2.0) and revise (.9) T. Marano declaration for phase 1; emails with T. Goren re same (.2); correspond with B. O'Neill and K. Eckstein re same (.6). Prepare for (.7) and attend (1.3) meeting with Mofo and KL JSN litigation teams to prepare for JSN trial and discuss open issues re exhibits, declarations and trial preparation; speak with R. Feinstein re UCC lien challenge issues (.4). Emails with Y. Chernyak re comments to phase I pretrial order (.5).	6.70	4,991.50
10/03/13	HAMERMAN, NATAN	Call w/ C. Siegel re: in limine motions (.1), draft MIL (1.9); further draft MIL (.9); perform legal research for MIL (2.3); prepare for Winn cross (1.9); review Farley designations (1.5); prepare for (.2) and attend (1.3) full litigation team meeting re: trial prep; further review Farley witness statement (2.0).	12.10	9,377.50
10/03/13	PHILLIP, RENEE	Create binder of prep materials for Siegert deposition (3), create binder of Siegert/Houlihan Lokey documents in chronological order (3), prepare for (.7) and attend (1.3) joint-counsel trial status and strategy meeting.	8.00	2,440.00
10/03/13	SHIFER, JOSEPH A	Emails with M. Chass and Y. Chernyak re JSN collateral pledges (.8), perform research re same (2.1), further correspond with M. Chass and Y. Chernyak re same (.8), emails with S. Zide re JSN paydown (.3), review revisions to same (.4).	4.40	3,058.00
10/03/13	BLABEY, DAVID E	Review (.7) and edit (.3) J. Trachtman comments to pretrial brief; edit pretrial brief (.8) and discussion re: same with K. Eckstein (.2); incorporate K. Eckstein comments to fact section (.3) and discuss same with Y. Chernyak (.3); correspond with Y. Chernyak and J. Trachtman re brief (.2); attend portion of full JSN team and co-counsel meeting re: trial preparation (.8); review G. Horowitz comments on brief (.2).	3.80	2,831.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/03/13	CHASS, MARK	Review draft of revised stipulated facts for PTO, including JSN proposals (2.7), email correspondence w/ Y. Chernyak, J. Shifer, S. Zide re: PATI and ETS, purported JSN lien on same, intercompany claims (.5), review decks re intercompany claims re same (.9).	4.10	3,177.50
10/03/13	ECKSTEIN, KENNETH H.	Comment re stipulated JSN facts (1.3), review Puntus rebuttal report (1.2); correspond with S. Zide re: same (.4), call with M. Puntus re same (.4); review (1.0) and comment (1.3) re JSN contentions, discussion with D. Blabey re same (.2).	5.80	5,742.00
10/03/13	SIMON, NORMAN	Review draft proposed joint pretrial order for Phase I (.6).	0.60	495.00
10/03/13	KAUFMAN, PHILIP	Review open issues in connection with Phase I trial (1.3).	1.30	1,222.00
10/03/13	TRACHTMAN, JEFFREY S.	Edit PTO re: JSN trial and contentions (3.8); Correspondence with D. Blabey, N. Simon, C. Siegel, S. Zide, K. Eckstein, G. Horowitz re: same (1.3); review and edit stip and facts re: JSN litigation and claims (.9).	6.00	5,550.00
10/04/13	LINTZ, EDWARD M	Review of all documents relating to E. Siegert or Houlihan Lokey in support of expert testimony rebuttal (4.0); create binder based on document review (2.3) and correspond re: same w/ G. Horowitz (.2). ; Attend meet and confer telephonically re: deposition designations and exhibits (1.0); attend Debtors/Committee call re: exhibits list and objections (0.4)	7.90	3,910.50
10/04/13	CIPOLLA, SANTO A.	Update binder regarding J. Young for K. Denk (.8); correspond with K. Denk and D. Bessner regarding same (.2).	1.00	305.00
10/04/13	AMSTER, JASON S	Mark-up pre-trial order re: stipulated facts for JSN litigation.	1.50	1,087.50
10/04/13	KAUP, ANASTASIA N	Perform legal research re: evidentiary issues in JSN adversary proceeding (3.6); revise summary re: same (3.4); emails w/ B. O'Neill, N. Hamerman re: same (.1).	7.10	3,514.50
10/04/13	BENTLEY, PHILIP	Emails w/ B. O'Neill, G. Horowitz re expert and trial prep issues.	0.80	716.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/04/13	MILLER, ASHLEY S	Perform legal research re: doctrines relating to validity of JSN claims (3.5); draft summary of findings re: same (2.5).	6.00	3,660.00
10/04/13	ECKSTEIN, KENNETH H.	Call with G. Uzzi, T. Walper re confirmation, discovery and agreement on Phase 2 (.7); call with L. Kruger, G. Lee re same (.4); call w/ D. Blabey, J. Trachtman, S. Zide, G. Horowitz, Y. Chernyak re Phase 1 contentions (1.2); revise draft contentions (1.1); review stipulated facts (.8)	4.20	4,158.00
10/04/13	CHERNYAK, YEKATERINA	Call with K. Eckstein, G. Horowitz, D. Blabey, S. Zide, J. Trachtman re: contentions (1.2); draft (3.0) and revise (1.3) contentions sections relating to lien releases, intercompany claims, releases and portions of adequate protection, further revise same (4.0).	9.50	6,745.00
10/04/13	HOROWITZ, GREGORY A.	Review (1.4) and edit (1.1) Puntus direct; Attend Puntus prep session with J. Levitt, T. Goren (5.5), call w/ D. Blabey, S. Zide, Y. Chernyak, J. Trachtman, K. Eckstein re: JSN contentions (1.2); meet and confer re PTO (1.0); confer with B. O'Neill re Phase II coordination (.6); call with C. Siegel re same (.2).	11.00	9,845.00
10/04/13	O'NEILL, P. BRADLEY	Review contentions (1.4), confer w/ G. Horowitz re: Phase II coordination (.6).	2.00	1,650.00
10/04/13	GOODMAN, ALISSA R.	Prepare for (.3) and participate in parties' calls to court (.5); review draft stipulated facts and provide comments re: same(.5); participate in counsel call prior to meet and confer (1.3); participate in meet and confer (1.0), follow-up emails w/ common interest counsel re: same (.5).	4.10	2,911.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/04/13	FARBER, PEGGY	Exchange emails with N. Hamerman, C. Siegel, A. Goodman re preparations for trial with respect to designations (.6); review expert rebuttal (.8) and trade emails with M. Arango and G. Horowitz re same (.2); correspond with A. Sikes and R. Philip re exhibit binders, upcoming deposition, preparations (.4); attend portion of meet and confer re designations and exhibits with adversary firms (.5); organize files for deposition (1.2); review final text of expert report (.7), call w/ C. Siegel re: meet and confer (1).	5.40	4,023.00
10/04/13	BESSNER, DEBORAH	Emails w/ N. Hamerman re Puntus deposition.	0.50	147.50
10/04/13	BESSNER, DEBORAH	Correspond with A. Sikes re expert reports.	0.50	147.50
10/04/13	SIKES, ALISON	Retrieve Expert reliance materials for P. Farber and G. Horowitz	3.10	945.50
10/04/13	SIKES, ALISON	Create Siegert Deposition (2.5) and Expert Reliance (2.0) binders for G. Horowitz.	4.50	1,372.50
10/04/13	SIEGEL, CRAIG L	Call with Akin Gump re: trial logistics (.2); call with P. Farber re: meet and confer (.1); correspond with R. Phillip re: meet and confer (.1); correspond with D. Blabey re: meet and confer and stipulated facts (.2); research (1.2) and draft (.9) portions of witness direct statements; research (1.6) and draft (.9) order of proof; prepare for (.4) and participate in portion of planning meeting for meet and confer (.7); prepare for (.2) and participate (1.0) in meet and confer on pre-trial issues; prepare for and participate in meet and confer on pretrial order (.5); prepare for and participate in call with chambers re: trial issues (.3); calls with T. Foudy & G. Horowitz re: trial logistics (.2).	8.50	6,587.50
10/04/13	ZIDE, STEPHEN	Call with D. Blabey, J. Trachtman, G. Horowitz, Y. Chernyak and K. Eckstein re contentions re Phase one trial (1.2). Review (2.2) and markup (.8) contentions re Phase 1 trial; correspond with D. Blabey re same (.2). follow-up correspondence with D. Blabey, J. Trachtman, and K. Eckstein re revisions to phase one pretrial order (1.4).	5.80	4,321.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/04/13	HAMERMAN, NATAN	Review proposed findings of fact (1.5); draft MIL (3.5); review examiner research (1.2); attend meet and confer re: JSN trial prep telephonically (1.0); review draft declarations (.5); prep for upcoming depositions (1.3).	9.00	6,975.00
10/04/13	PHILLIP, RENEE	Assemble materials for meet and confer with opposing counsel (3), update binder of Siegert/Houlihan Lokey documents with materials compiled from Relativity (2.5), create highlighted version of Hall transcript with all parties' designations, counter-designations and objections (2.0), and create appendix listing objections (1.0).	8.50	2,592.50
10/04/13	SHIFER, JOSEPH A	Discussions with M. Chass re JSN voting issues (.6), email with D. Harris re collateral agent claims (.4), emails with S. Zide and C. Siegel re sale allocation (.3), attend portion of meet and confer with JSN counsel, G. Horowitz, C. Siegel, and D. Blabey re pretrial order contentions (.5), follow up emails with G. Horowitz and D. Blabey re same (.3).	2.10	1,459.50
10/04/13	FOLEY, NICOLE	Review (3.1) and analysis (1.3) of case law re: valuation	4.40	2,882.00
10/04/13	BLABEY, DAVID E	Review (1.0) and incorporate (.4) comments to stipulated facts; edits to fact section (.2); attend portion of pre-call with common interest team to prep for meet and confer re pretrial brief (.7); attend meet and confer re exhibits (1.0); attend meet and confer re stipulated facts (1.2); review S. Zide mark up to pretrial brief (.2); correspond re: tax allocation claim with N. Simon (.1); call with K. Eckstein, J. Trachtman, G. Horowitz, Y. Chernyak, and S. Zide re edits to pretrial brief (1.2).	6.00	4,470.00
10/04/13	CHASS, MARK	Discussions with J. Shifer re: claims of JSNs, UMB, Wells Fargo against non-guarantors (.6), Review Notes Security Agreement re claims of Wells Fargo, UMB (1.6), Review plan re treatment of same (1.1).	3.30	2,557.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/04/13	TRACHTMAN, JEFFREY S.	Edit facts section of PTO (3.8); correspond with D. Blabey, C. Siegel, P. Farber re: stipulated fact negotiation (.8); prepare for (.6) call with D. Blabey, K. Eckstein, S. Zide, G. Horowitz, Y. Chernyak re: facts and contentions for JSN PTO (1.2).	6.40	5,920.00
10/05/13	BLABEY, DAVID E	Edit proposed stipulated facts to incorporate meet and confer (1); further edits to reflect comments from internal team (1); edits to plaintiffs' contentions for pretrial brief to reflect edits from S. Zide and K. Eckstein (5.3), call w/ S. Zide re: same (.2); research on adequate protection issues for pretrial order contentions (4.0); review direct testimony for same (1), further research adequate protection issues (.5).	13.00	9,685.00
10/05/13	ALLARD, NATHANIEL	Review emails from JSN litigation team re: JSN adversary proceedings (.6), research documents re: same (.3), emails w/ C. Siegel re: same (.1).	1.00	425.00
10/05/13	HAMERMAN, NATAN	Review fact section of pre trial order (1.0) and comment re same (.5). Review contention section of pre trial order (1.2) and comment re same (.3).	3.00	2,325.00
10/05/13	KAUP, ANASTASIA N	Research re: asset valuation issues (3.0); emails w/ G. Horowitz, C. Siegel, P. Farber re: same (.2); emails w/ D. Blabey re: same (.2), follow up research re: asset valuation (1.1).	4.50	2,227.50
10/05/13	ZIDE, STEPHEN	Review Plaintiffs contentions for phase I JSN trial (1.4) and markup same (.6); emails with K. Eckstein, G. Horowitz and T. Goren re same (.6); call with D. Blabey re stipulated facts (.2); review same (.5). Review summary of Mann deposition (.1).	3.40	2,533.00
10/05/13	ECKSTEIN, KENNETH H.	Review Phase 1 contentions (1.3), and revise same (1.2); emails with S. Zide and G. Horowitz re: same (.3).	2.80	2,772.00
10/05/13	TRACHTMAN, JEFFREY S.	Emails with G. Horowitz, D. Blabey, Y. Chernyak re: drafts of submissions for Phase I of JSN trial (1.8); review (1.6) and edit (.9) contentions re: same; review stipulation facts re: same (.6).	4.90	4,532.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/05/13	HOROWITZ, GREGORY A.	Review rebuttal reports (3.5); review contentions for JSN pretrial order in phase I (1.5); prepare exhibits for witness depositions (1.5); analyze stalking horse issues for witness depositions (2.0); review AP issues re: JSN liens and claims (2.5); prepare for E. Siegert cross (1.0)	12.00	10,740.00
10/05/13	GOODMAN, ALISSA R.	Review e-mails from internal JSN litigation team re: trial preparation.	0.50	355.00
10/05/13	FARBER, PEGGY	Exchange emails with A. Sikes, R. Phillip, G. Horowitz, TransPerfect re rebuttal reports (.4); search for docs on collateral sensitivity analysis (1.6); trade emails with TransPerfect, A. Sikes, R. Phillip about production of exhibits (.8).	2.80	2,086.00
10/05/13	SIKES, ALISON	Create Expert Report spirals for G. Horowitz, P. Bentley, C. Siegel, D. Mannal, and other JSN Litigation team members.	1.40	427.00
10/05/13	SIEGEL, CRAIG L	Call with R. Abdelhamid and E. Tobin re: Objections (.3); research and draft email to JSN counsel re: depo designations (.3); analyze stipulated facts (.2); research evidentiary issues to lay exhibit foundations (2.0); analyze cash collateral issues (3.1).	5.90	4,572.50
10/05/13	SHIFER, JOSEPH A	Review draft PTO (1.2), emails with C. Siegel, S. Zide, and D. Blabey re same (.3)	1.50	1,042.50
10/06/13	BLABEY, DAVID E	Incorporate K. Eckstein and S. Zide edits to pretrial order contentions (.8); research on adequate protection issues (2.7); edits to pretrial order contentions (3.5); correspond with G. Horowitz, Y. Chernyak, and N. Hamerman re same (1), further revise pretrial order contentions (2.0).	10.00	7,450.00
10/06/13	HAMERMAN, NATAN	Review contention section of pretrial order (3.2), provide comments re: same (1.0), further review same (1.4), correspond w/ G. Horowitz, Y. Chernyak, D. Blabey re: same (1.4); review Farley declaration (1.5); emails with G. Horowitz re same (.5); analyze releases (.5); call with C. Siegel re: releases (.5). review related exhibits (.8).	10.80	8,370.00
10/06/13	KAUP, ANASTASIA N	Research re: asset valuation issues (3.8); emails w/ C. Siegel re: same (.3), perform further research re: same (3.0).	7.10	3,514.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/06/13	BENTLEY, PHILIP	Review e-mails from internal KL litigation team re trial prep issues.	0.30	268.50
10/06/13	ZIDE, STEPHEN	Review (1.0) and comment on (.4) Landy declaration; email with J. Morris re same (.2).	1.60	1,192.00
10/06/13	SIMON, NORMAN	Correspondence with K. Denk, D. Blabey, B. O'Neill re: JSN Phase I pretrial order.	0.50	412.50
10/06/13	ECKSTEIN, KENNETH H.	Review (.9) and comment (1.6) on Phase 1 contentions; prepare mark-up re: same (.6); review rebuttal reports (.4), review materials to prep for depositions (2.0).	5.50	5,445.00
10/06/13	TRACHTMAN, JEFFREY S.	Review (.9) and edit (2.0) contentions for JSN litigation; emails with D. Blabey, C. Siegel, S. Zide, G. Horowitz, K. Eckstein re: PTO and facts (1.5).	4.40	4,070.00
10/06/13	O'NEILL, P. BRADLEY	Review Siegert rebuttal report (1.1) and original report (.6); prepare for Finnerty deposition (1.0).	2.70	2,227.50
10/06/13	HOROWITZ, GREGORY A.	Edit PTO contentions for JSN phase I trial (2.5); prepare Siegert deposition outline (3.6); correspond w/ D. Blabey re contentions (.6); review deposition exhibits (4.0); teleconference w/ K. Chopra, CVP team, FTI, MoFo re rebuttal reports (1.5), further prepare Siegert deposition outline (.9).	13.10	11,724.50
10/06/13	CHERNYAK, YEKATERINA	Revise opening portion of contentions (3.8), perform research re: same (4.0), correspond w/ D. Blabey, N. Hamerman, G. Horowitz re: same (1.4).	9.20	6,532.00
10/06/13	GOODMAN, ALISSA R.	Review e-mail re: trial prep with JSN litigation team (.5); call w/ C. Siegel re: same (.1); review draft contentions (.8).	1.40	994.00
10/06/13	FARBER, PEGGY	Gather documents for JSN depositions (.6) and exchange emails with TransPerfect re exhibits for Siegert deposition (.4); review pre-trial submission (.8); emails with G. Horowitz re exhibits for deposition (.2); prepare witness materials (3.5) and submissions (3.2); correspond w/ with A. Sikes and G. Horowitz on exhibits (1); follow up on email from Curtis Mallet re trial exhibits (.5).	10.20	7,599.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/06/13	SIKES, ALISON	Assist P. Farber and G. Horowitz with Siegert deposition preparation, including creating binders of documents for same (3.8), compiling documents re: same (4.0), e-mails with P. Farber re: same (1.0), and further revising binders re: exhibits for same (2.0).	10.80	3,294.00
10/06/13	SIEGEL, CRAIG L	Analyze proposed highlighted depo transcripts for filing (1.3); research for PTO contentions (2.0); call w/ A. Goodman re: contentions (.1), call w/ N. Hamerman re: releases (.5).	3.90	3,022.50
10/06/13	PHILLIP, RENEE	Highlight fact witness deposition transcripts with designations and counter-designations (5.0), and create appendices of objections for each transcript (1.8).	6.80	2,074.00
10/06/13	FOLEY, NICOLE	Exchange e-mail w/ C. Siegel re: trial technology.	0.10	65.50
10/07/13	LINTZ, EDWARD M	Draft email to all firms involved in the litigation re: Winn Deposition attendance and details (.4); review of documents relating to E. Siegert or Houlihan Lokey in support of expert testimony rebuttal (3.7), further review documents re: same (2.2).	6.30	3,118.50
10/07/13	BESSNER, DEBORAH	Compile binders re rebuttal reports to the Expert Reports.	0.60	177.00
10/07/13	FOLEY, NICOLE	Call w/ M. Checo re: trial technology (0.2); discuss w/ C. Siegel re: valuation research (0.3); review (1.4) and analysis (1.2) of same; e-mail D. Blabey re: same (0.1); review technology issues at trial (2.0).	5.20	3,406.00
10/07/13	KAUP, ANASTASIA N	Peform legal research re: valuation issues (.4); emails w/ C. Siegel re: same (.1).	0.50	247.50
10/07/13	ALLARD, NATHANIEL	Prepare for JSN status conference, correspond w/ C. Siegel, R. Ringer re: same (.5).	0.50	212.50
10/07/13	MILLER, ASHLEY S	Research adequate protection doctrine (3.5); review JSNs' objections to exhibits (3.5)	7.00	4,270.00
10/07/13	HAMERMAN, NATAN	Review Farley testimony (3.2); comment on contentions for JSN trial (2.0); draft motion in limine re: JSN proposed trial witnesses (4.0); review exhibits (.5), and further materials for trial prep (.5), further review Farley testimony (1.6), speak to A. Goodman re: same (.2).	12.00	9,300.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/07/13	ZIDE, STEPHEN	Correspond with Y. Chernyak and J. Shifer re factual contentions for Phase I (1). Review (1.1) and comment on (.4) Farley declaration. Review (.9) and comment on (.6) in limine motion; correspond with K. Eckstein, D. Blabey and C. Siegel re same (.6). Review (.8) and comment on (.6) contentions for phase I trial; correspond with D. Blabey re same (.2); follow up emails with J. Trachtman re same (.1).	6.30	4,693.50
10/07/13	ECKSTEIN, KENNETH H.	Review (1) and revise (.8) Phase 1 contentions; correspond with G. Horowitz and J. Trachtman re: same (.6)	2.40	2,376.00
10/07/13	TRACHTMAN, JEFFREY S.	Review (.8) and edit (2.3) contentions and facts; correspondence with D. Blabey, K. Eckstein, S. Zide, D. Mannal, N. Simon re: release issues (.6), PTO (.8), in limine motion (.5), other filings (.2); edit in limine motions (2.5).	7.70	7,122.50
10/07/13	SHIFER, JOSEPH A	Review (1.5) and revise (.8) JSN PTO contentions; research re motion in limine (3.4) and draft summary re same (1.2), emails with D. Blabey, Y. Chernyak re JSN security documents (.4) and perform research re same (.8), review revised paydown stip (.6), correspond with S. Zide and T. Goren re same (.7).	9.40	6,533.00
10/07/13	BENTLEY, PHILIP	Prepare for Winn deposition (3.7); review (1.5) and edit (1.1) draft motion to preclude experts' testimony ; review e-mails and other documents re experts in preparation for trial (2.3)	8.60	7,697.00
10/07/13	O'NEILL, P. BRADLEY	Review (1.4) and revise (.8) Finnerty testimony; emails w/ P. Farber re: same (.2).	2.40	1,980.00
10/07/13	GUCCION, MARY K	Correspond w/ M. Chass re indemnification claims (.3); follow-up research re same (.4); further research contingent claims issue (3.8).	4.50	2,520.00
10/07/13	HOROWITZ, GREGORY A.	Prepare for Siegert deposition (2.0); Attend E. Siegert deposition (8.7); correspond w/ D. Blabey re briefs and pretrial submissions (1.3); review draft in limine motion (.5); comment on draft contentions (.7).	13.20	11,814.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/07/13	CHERNYAK, YEKATERINA	Revisions to contentions relating to adequate protection and releases (4.0) ; research re: certain releases and AP standards (3.7); revisions to stipulated facts (3.5); correspond w/ D. Blabey, N. Hamerman, C. Siegel re: same (.7).	11.90	8,449.00
10/07/13	GOODMAN, ALISSA R.	Review motion in limine (.3); review e-mails from C. Siegel, N. Hamerman re: same (.8); review (1.8) and edit (3.7) Farley witness statement; Speak to N. Hamerman re: same (.2); participated in call with debtors re: trial preparation (1.5); speak to C. Siegel re: same (.2); review expert background materials (.3); review draft contentions (1.6).	10.40	7,384.00
10/07/13	FARBER, PEGGY	Draft witness materials (1.6); prepare exhibits for Siegert deposition (.5); attend Siegert deposition (7.0); participate in strategic discussions during breaks related to deposition (1.5) and follow up on exhibits from deposition (1).	11.60	8,642.00
10/07/13	SIKES, ALISON	Arrange court reporters and logistics for Taylor, Winn, and Fazio depositions.	0.60	183.00
10/07/13	SIKES, ALISON	Create Expert Rebuttal Reports statistics spreadsheet for G. Horowitz and J. Levitt of MoFo.	0.50	152.50
10/07/13	SIKES, ALISON	Assist P. Farber and G. Horowitz with Siegert deposition	1.30	396.50
10/07/13	SIKES, ALISON	Retrieve Siegert deposition exhibits	0.80	244.00
10/07/13	SIKES, ALISON	Assist R. Phillip with deposition designations	3.20	976.00
10/07/13	SIKES, ALISON	Update JSN litigation team calendar.	1.00	305.00
10/07/13	SIEGEL, CRAIG L	Discuss valuation research w/ N. Foley (.3), perform research for motion in limine (3.6); draft portions of motion in limine (4.0), revise same (3.4), speak to A. Goodman re: trial prep (.2); analyze JSNs designations (2.1); draft UCC update re: status of JSN litigation (.2), further research re: motion in limine (3.0).	16.80	13,020.00
10/07/13	PHILLIP, RENEE	Review transcript designations for inconsistencies (2.5) and update appendices of objections (.5), compile relevant cases from Westlaw per attorney request in preparation for Phase I trial (2).	5.00	1,525.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/07/13	BLABEY, DAVID E	Edit pretrial contentions (1.8) and correspond re: same with Y. Chernyak (.4); review (.7) and edit (.3) motion in limine; review (.5) and edit (.5) contentions (1) and correspond with Y. Chernyak re same (.3); research on adequate protection issues (2); listen to parts of Siegert deposition telephonically (1.5); further correspond re: contentions with Y. Chernyak, S. Zide, G. Horowitz (1.5); revise contentions including incorporating comments from K. Eckstein, S. Zide, J. Trachtman, MoFo and others (3.3), further revise same (3.0).	16.80	12,516.00
10/07/13	CHASS, MARK	Review multiple drafts of revised stipulated facts (1.7), Review plaintiff contentions (2.9), Review email correspondence from T. Foudy, D. Blabey re intercompany claims (.4), review valuation issues (.8), email correspondence w/ Y. Chernyak, J. Shifer, S. Zide, N. Hamerman re collateral, MSRs, general intangibles (.8), review notes security agreement, releases, Citibank MSR facility re same (1.2).	7.80	6,045.00
10/07/13	ECKSTEIN, KENNETH H.	Attend portion of E. Siegert deposition (4.5).	4.50	4,455.00
10/07/13	SIMON, NORMAN	Edit pretrial submission re: JSN trial (.4).	0.40	330.00
10/08/13	LINTZ, EDWARD M	Review of documents relating to S. Winn in preparation for deposition (2.7); follow-up research relating to S. Winn's experience with mortgage servicing and originations issues (1.6); call with C. Siegel re: confidentiality issues in deposition transcripts (0.1); research re: stalking horse bid process (0.8); review (4.0) and supervise (1.7) filing of highlighted deposition transcripts with objection appendices; cite check Pre-Trial Order (0.4).	11.30	5,593.50
10/08/13	CHOUPROUTA, ANDREA	Obtain precedent hearing transcripts in preparation for JSN trial (.5).	0.50	160.00
10/08/13	CHOUPROUTA, ANDREA	Preparation for filing witness lists and redacted transcripts.	0.70	224.00
10/08/13	BESSNER, DEBORAH	Prepare for filing (2), file (1.3) and serve (.4) deposition designations and witness testimony re JSN trial; compile witness testimonies from the adversary proceeding (.6); correspond with A. Sikes and R. Phillip re same (1.6).	5.90	1,740.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/08/13	BENTLEY, PHILIP	Prepare for Winn deposition (4.0), and conference call with W. Nolan/T. Meerovich re same (1.6); review other JSN trial prep documents (1.4); further preparation for Winn deposition (1.7).	8.70	7,786.50
10/08/13	O'NEILL, P. BRADLEY	Revise Finnerty testimony (1.8); correspond w/ P. Kaufman re: same (.2), call w/ P. Farber re: same (.1); meet w/ Finnerty, G. Horowitz re: preparation for depo (2.0); further prepare for depo (1.7); review intercreditor agreement (.2); correspond w/ J. Shifer re: same (.2); review emails from J. Shifer re: same (.4); review motions in limine (.6); review emails re: avoidance claims (.3).	7.50	6,187.50
10/08/13	ECKSTEIN, KENNETH H.	Attend Marc Puntus deposition (6.5); comment on revised Motion in Limine (1.2); review revised contentions (.2) and comment on same (1.3); meet w/ C. Siegel, D. Blabey re opening presentation outline (.5).	9.70	9,603.00
10/08/13	MILLER, ASHLEY S	Research exclusion of expert testimony (2); research MMLPSA claim (3)	5.00	3,050.00
10/08/13	AMSTER, JASON S	Summarize intercreditor re: JSN rights to challenge.	1.80	1,305.00
10/08/13	GUCCION, MARY K	Correspond w/ M. Chass re impairment memo (.2); research re same (.2).	0.40	224.00
10/08/13	HOROWITZ, GREGORY A.	Attend M. Puntus deposition (8.0); meet with J. Finnerty, B. O'Neill re deposition prep (2.0); prepare for M. Fazio deposition (1.5); meet with C. Siegel re opening (.7); review and comment on witness order proposals (.4).	12.60	11,277.00
10/08/13	BESSNER, DEBORAH	Correspond with A. Chouprouta re JSN trial filings.	0.40	118.00
10/08/13	CHERNYAK, YEKATERINA	Revise (3.5) and finalize (1.8) contentions; cite check portions of same (2.8); call with JSNs re: same (.5); call with JSNs re: revised facts (.5); additional research for releases, lien challenges (2.2); call with A. Berg (MoFo) re: intercreditor claim issues (.5); revise same (.7); correspond w/J. Shifer and M. Chass re: intercreditor issues (.3).	12.80	9,088.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/08/13	GOODMAN, ALISSA R.	Review draft contentions (.4); speak to N. Hamerman re: same (.9); review e-mails from N. Hamerman, Y. Chernyak re: same (.7); edit Farley witness statement (3.8), further revise same (3.2); correspond w/ Y. Chernyak re: same (.8); prepare for (.9) and participate in call with N. Hamerman and T. Farley (1.5); correspond with N. Hamerman and S. Martin re: same (.5); correspond with N. Hamerman and E. Tobin re: exhibits (.2).	12.90	9,159.00
10/08/13	FARBER, PEGGY	Review and correct transcripts of previous depositions (.5); emails with C. Siegel, D. Blabey re cite checking (.1); draft witness materials (4.0), call w/ B. O'Neill re Finnerty (.1); emails with Debtors' counsel, G. Horowitz re conforming declarations (.2); further draft witness materials (3.6).	8.50	6,332.50
10/08/13	SIKES, ALISON	Cite check Farley brief for N. Hamerman.	2.00	610.00
10/08/13	SIKES, ALISON	Retrieve documents for N. Hamerman and A. Goodman re: Farley declaration.	0.60	183.00
10/08/13	SIKES, ALISON	Uploaded deposition files to LiveNote database.	0.60	183.00
10/08/13	SIKES, ALISON	Assist P. Farber with direct testimony of J. Finnerty filing.	5.00	1,525.00
10/08/13	SIKES, ALISON	Cite check Pre-Trial Order brief	2.30	701.50
10/08/13	HAMERMAN, NATAN	Review (3.5) and revise (2.5) Farley declaration; call with A. Goodman, T. Farley re: same (1.5); review contentions (1.1), speak to A. Goodman re: same (.9); draft Motion in Limine (3.5).	13.00	10,075.00
10/08/13	ZIDE, STEPHEN	Review revised phase 1 contentions (.8) and emails with J. Trachtman and G. Horowitz re same (.2); correspond with J. Trachtman re same (.4). Emails with C. Siegel and J. Shifer re in limine motion (.5); mark up same (.8). Emails with D. Blabey and M. Chass re JSN lien issues (1.5). Review Marano declaration (.5).	4.70	3,501.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/08/13	SIEGEL, CRAIG L	Call w/ E. Lintz re: depo designations (.1), Review (3.0) and analyze (1.8) depo designations; draft motion in limine (.9); prepare for (3.6) and participate in meet and confer on PTO (2.0); prepare (.6) and organize (.5) pre-trial filings; research (.6) and draft (1.5) opening statements, meet w/ G. Horowitz re: same (.7); meet with K. Eckstein and D. Blabey re: same (.5).	15.80	12,245.00
10/08/13	SHIFER, JOSEPH A	Emails with C. Siegel and A. Miller re motion in limine research (.5), research re JSN intercreditor agreement (2.6), emails with D. Mannal and B. O'Neill re same (.5), review (1.5) and revise (.9) PTO contentions re intercompany claims and avoidance actions.	6.00	4,170.00
10/08/13	PHILLIP, RENEE	Cite-check quotes (.6) and create exhibit of deposition excerpt per attorney request (.4), correspond w/ C. Siegel, E. Lintz, D. Bessner, A. Sikes regarding filing transcript designations under seal (2), teleconference with court deputy clerk regarding courtroom logistics (.5), finalize transcript designations to be filed with the Court (7.7), create courtesy copies of transcript designations and plaintiffs' witness statements for the Court (5).	16.20	4,941.00
10/08/13	FOLEY, NICOLE	Draft issues list for call w/ court (0.3); e-mail C. Siegel re: same (0.1); call w/ Mofo and Curtis re: trial logistics (0.3); call w/ defense counsel and deputy clerk re: same (0.5); follow-up call w/ MoFo and Curtis re: trial logistics (0.6); Review trial tech issues (4.0); e-mail C. Siegel re: technology quotes (0.1); correspond w/ C. Siegel re: trial technology (0.4); further review trial logistics and technology (3.5) e-mail G. Horowitz & J. Levitt re: same (0.1).	9.90	6,484.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/08/13	BLABEY, DAVID E	Emails with Milbank and White & Case re PTO (.2); exchange emails with S. Zide and J. Trachtman re contentions (.2); calls to chambers re PTO (.6); correspond with T. Goren, S. Zide and Y. Chernyak re PTO edits (.5) and follow up correspondence with S. Zide and Y. Chernyak (.2); research on adequate protection issues (2); edit PTO (3.3); meet w/ K. Eckstein and C. Siegel re opening statement (.5); further edits to pretrial order (5); review (.6) and edit (.4) stipulated facts; additional edits to contentions (3).	16.50	12,292.50
10/08/13	CHASS, MARK	Review Landy declaration (1.8), email correspondence w/ Y. Chernyak re AFI revolver, LOC, amendments re same (.4), email correspondence w/ D. Blabey, S. Zide, Y. Chernyak re JSN collateral, purported lien on intercompany claims (.8), review (1.0) and mark up (.9) PTO provisions re same, further correspond w/ Y. Chernyak re same (.3), review notes security agreement re same (.6).	5.80	4,495.00
10/08/13	SIMON, NORMAN	Analysis of MMLPSA issues for Phase I pretrial order (1.8); correspondence with G. Lee, G. Horowitz re: same (.4).	2.20	1,815.00
10/08/13	TRACHTMAN, JEFFREY S.	Edit portions of PTO re: contentions and factual analysis (3.3); numerous correspondence re: PTO for JSN trial with D. Blabey, S. Zide, G. Horowitz, K. Eckstein, D. Mannal (1.4).	4.70	4,347.50
10/09/13	LINTZ, EDWARD M	Review of final draft of Pre-Trial Order prior to filing (1.3); correspond with P. Bentley re: documents needed for Winn deposition (.8); organize into exhibit folders (1.4) and review same (1.8); trial team meeting with C. Siegel, N. Hamerman, A. Goodman, P. Farber, A. Miller re: trial preparation (1.0); telephonic meet and confer re: trial exhibit objections (0.7); full common interest team meeting with attorneys from Morrison Foerster, Pachulski, Curtis, and Kramer Levin (1.3).	8.30	4,108.50
10/09/13	CHOUPROUTA, ANDREA	Assist with editing (1.8), file (.6) and coordinate service (.4) of joint pretrial proposed order and exhibits.	2.80	896.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/09/13	KAUP, ANASTASIA N	Perform legal research re: claims issues in JSN adversary proceeding (4.0), perform further research re: same (1.6).	5.60	2,772.00
10/09/13	FOLEY, NICOLE	Address trial tech issues in preparation for Phase I trial (4.7), Meeting w/ trial consultant, C. Siegel, A. Goodman re: tech preparation for trial (1.0); meeting w/ C. Siegel, N. Hamerman, A. Goodman, E. Lintz, P. Farber and A. Miller re: trial prep (1.0); review (2.0) and analyze (1.9) expert transcripts; e-mail G. Horowitz re: Taylor materials (0.1); attend joint defense trial team meeting re: trial status and strategy (1.3); review (1.7) and analyze (1.0) Taylor expert report.	14.70	9,628.50
10/09/13	CIPOLLA, SANTO A.	Correspond with K. Denk regarding highlighting references to two additional potential witnesses (.2); updated spreadsheet regarding references in Examiner's Report to same (1.6); highlight references in preparation of creating binder re: same for K. Denk (1.8).	3.60	1,098.00
10/09/13	WOLF, BENJAMIN	Emails and meeting with N. Hamerman re Winn deposition preparation (.3); review (3.0), analyze (2.2), and mark documents (1.6) re same; further emails with and meet with N. Hamerman re same (.5).	7.60	4,256.00
10/09/13	CIPOLLA, SANTO A.	Correspond with A. Goodman regarding trial preparation (.2); review trial exhibits (.5); review binders of deposition transcripts and prepared items for trial (3.8).	4.50	1,372.50
10/09/13	ALLARD, NATHANIEL	Research precedent re: cash collateral (.9), correspond w/ D. Blabey, C. Siegel re: same (.1).	1.00	425.00
10/09/13	HAMERMAN, NATAN	Meet w/ C. Siegel, P. Farber, A. Goodman, A. Miller, E. Lintz re: trial strategy and prep (1.0), assist in finalizing PTO (3.0); prepare for Winn depo (4.2); attend meeting with common interest teams re: trial preparation (1.3); trial prep meeting with C. Siegel (.7); Farley trial prep (1.5); review trial prep materials (.5), correspond and meet w/ B. Wolf re: Winn deposition preparation (.3), follow-up emails and meeting w/ B. Wolf re: same (.5).	13.00	10,075.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/09/13	O'NEILL, P. BRADLEY	Prepare for (.9) and defend Finnerty deposition (8.5); Confer w/ G. Horowitz, Finnerty re: schedule (.3); meet w/ common interest team re: trial prep (1.3).	11.00	9,075.00
10/09/13	SHIFER, JOSEPH A	Correspond with N. Hamerman re collateral release issues (.3), review revised JSN paydown stipulation (.4), correspond with S. Zide and T. Goren re same (.7), correspond with D. O'Donnell re same (.2), revise same and email to D. O'Donnell re: same (.8), emails with B. O'Neill, MoFo re JSN collateral (.3)	2.70	1,876.50
10/09/13	MILLER, ASHLEY S	Meeting with C. Siegel, A. Goodman, N. Foley, M. Checo, R. Abdelhamid of Morrison Foerster, and P. Fitzgerald of US Legal trial graphics about trial technology (1); meeting with C. Siegel, A. Goodman, N. Foley, N. Hamerman, E. Lintz, and P. Farber about trial strategy and logistics (1.0); meeting with full common interest team regarding trial strategy and logistics (1.3); further prepare logistics and organization during trial (3.2); correspondence w/ common interest team regarding same (2.4).	8.90	5,429.00
10/09/13	ZIDE, STEPHEN	Participate at meeting with Mofo and KL JSN team re preparation for phase one JSN trial (1.3); call re: preparation for Winn deposition with P. Bentley (.3). Call with D. Blabey, J. Levitt, T. Goren and G. Horowitz re JSN comments to stipulated contentions (.8); follow up correspondence with D. Blabey, T. Goren, G. Horowitz and K. Eckstein re finalizing contentions on phase one trial (1.2).	3.60	2,682.00
10/09/13	TRACHTMAN, JEFFREY S.	Review (1) and comment (1.3) on final version of pretrial order for JSN Phase I trial; emails with D. Blabey, S. Zide, G. Horowitz, K. Eckstein, D. Mannal, R. Ringer re: same and trial prep (1.6); review JSNs' pre-trial filings for JSN Phase I litigation (.8).	4.70	4,347.50
10/09/13	GUCCION, MARY K	Revise impairment memo re: JSN voting and JSN claims.	3.70	2,072.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/09/13	HOROWITZ, GREGORY A.	Prepare for Fazio deposition (5.5); teleconference w/ J. Levitt, T. Goren, D. Blabey, S. Zide re stipulations, PTO (.8); e-mails w/ plaintiff team, JSN counsel re same (.8); correspond w/ K. Eckstein re contentions (.5); review JSN contentions (1.1); teleconference M. Puntus re JSN experts (.4); teleconference K. Chopra, R. Kielty re same (1.1); attend weekly meeting with full common interest team re: trial preparation (1.3); correspond w/ B. O'Neill re Finnerty deposition (.4); confer w/ B. O'Neill, J. Finnerty re: trial (.3).	12.20	10,919.00
10/09/13	ECKSTEIN, KENNETH H.	Revise outline re opening statements.	0.60	594.00
10/09/13	BENTLEY, PHILIP	Prepare for Winn deposition (4.0), and correspond w/ S. Engelhardt, R. Feinstein, N. Hamerman re: same (0.6), call w/ S. Zide re: same (0.3), and correspond w/ K. Eckstein (0.2) re same; further prepare for Winn depo (2.8).	7.90	7,070.50
10/09/13	BESSNER, DEBORAH	Correspond with R. Phillip re courtesy copies of filed pleadings for Court (.6); compile copies of the Barclays DIP motion for P. Bentley (.4); email P. Bentley the PTO (.1); compile documents re Winn deposition for P. Bentley (.5); compile numerous copies of the PTO (.1); assist with compiling filed pleadings for Court (.3).	2.00	590.00
10/09/13	BESSNER, DEBORAH	Correspond with N. Hamerman and E. Tobin re defendants' exhibit in the pretrial order (.2); assist with filing of Pre-Trial Order (2.2); correspond with A. Chouprouta re PTO filing (.5).	2.90	855.50
10/09/13	CHERNYAK, YEKATERINA	Review (2.2) and finalize (2.0) all sections of PTO for filing; calls with JSNs re: same (1.0).	5.20	3,692.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/09/13	GOODMAN, ALISSA R.	Review draft contentions (1.6); review e-mails from internal trial team re: same (1.1); attend weekly meeting with full common interest team re: trial prep (1.3), prepare for (.9) and meet w/ C. Siegel, N. Hamerman, P. Farber, A. Miller, E. Lintz re: trial strategy and prep (1.0); preparation for Winn depo (.5); review expert background materials (.7); participate in meet and confer regarding exhibits (.7); Meet with C. Siegel, N. Foley, A. Miller, M. Checo, R. Abdelhamid, and US Legal trial graphics about trial technology (1.0), gather materials and documents necessary for trial (2.3).	11.10	7,881.00
10/09/13	FARBER, PEGGY	Meet w/ C. Siegel, N. Hamerman, E. Lintz, A. Goodman, A. Miller re: trial preparation (1.0); Resolve designation questions for pre-trial order (.9); review and exchange emails w/ internal litigation team re statement of facts (.5); draft letter to court and arrange service of courtesy copies (.4); attend weekly trial prep meeting with common interest teams re: trial strategy (1.3); review (1.0) and prepare (3.9) documents for Fazio deposition; analyze Taylor expert report (1.6); prepare Fazio deposition materials (1.4).	12.00	8,940.00
10/09/13	SIKES, ALISON	Create Direct Testimonies and Deposition Designations binders for KL team	2.00	610.00
10/09/13	SIKES, ALISON	Assist P. Farber with Finnerty filing	1.00	305.00
10/09/13	SIKES, ALISON	Retrieve stalking horse APA for G. Horowitz for Fazio deposition.	1.20	366.00
10/09/13	SIKES, ALISON	Retrieve plaintiff and defendant exhibits in preparation for Phase I trial.	1.60	488.00
10/09/13	SIKES, ALISON	Assist P. Farber with compiling relevant documents and exhibits for Fazio deposition	4.40	1,342.00
10/09/13	SIKES, ALISON	Assist N. Hamerman with compiling relevant documents and exhibits Winn deposition	3.00	915.00
10/09/13	BECKER, BRYON	Assist in preparation of pretrial documents.	0.50	147.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/09/13	SIEGEL, CRAIG L	Prepare for (.6) and meet w/ N. Hamerman, P. Farber, E. Lintz, A. Miller, A. Goodman re: trial prep (1.0); participate in meeting with trial vendor, A. Goodman, N. Foley re: trial logistics (1.0); meet with N. Hamerman re: trial preparation (.7); prepare for (.2) and participate in meet and confer re: objections (.7); participate in plaintiffs' counsel trial prep meeting re: trial strategy (1.3); emails with defense counsel re: objections (.2); analyze depo designations (1.2); analyze FRE and exhibits for meet and confer on objections (2.3); analyze SEC filings (.5).	9.70	7,517.50
10/09/13	PHILLIP, RENEE	Compile (2.5) and assist (4.0) in preparation of materials for Fazio deposition.	6.50	1,982.50
10/09/13	BLABEY, DAVID E	Exchange emails re stipulated facts with KL and Mofo teams (.5); call with G. Horowitz, J. Levitt, T. Goren, S. Zide re stipulated facts (.8); edit (2.0) and file (1.2) pretrial order; review JSN contentions (1) and discuss same with client (.4).	5.90	4,395.50
10/09/13	CHASS, MARK	Review contentions re intercompany claims (.8), comment on same (1.4), Review JSN comments on revised draft of proposed facts (1.5).	3.70	2,867.50
10/09/13	ECKSTEIN, KENNETH H.	Extensive revisions to contentions (1.9), stipulations (1.5), motion in limine (.7), correspond with D. Blabey, S. Zide re revisions to same (.4), confer with G. Horowitz re: same (.5).	5.00	4,950.00
10/10/13	WOLF, BENJAMIN	Review Winn deposition related emails (.3); draft summary in connection with same (1.0); emails with N. Hamerman re same (.2); review Wells statement re proposed pre-trial order (.2); further revise summary in connection with Winn deposition related materials (.5).	2.20	1,232.00
10/10/13	KAUP, ANASTASIA N	Research re: security interests in preparation of JSN trial (4.0), perform further research re: same (3.6).	7.60	3,762.00
10/10/13	ALLARD, NATHANIEL	Correspond w/ P. Farber, A. Goodman re: documents for depositions (.5), research same (.5); prepare for (.2) and attend portion of status conference telephonically (.7).	1.90	807.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/10/13	MILLER, ASHLEY S	Call with R. Abdelhamid of Morrison Foerster and M. Robson of US Legal Support to discuss courtroom logistics (0.4); research "one recovery" rule (3.9); further research "one recovery" rule (1.5).	5.80	3,538.00
10/10/13	O'NEILL, P. BRADLEY	Attend Pre-trial conference (.9); emails w/ C. Siegel, N. Hamerman re: in limine motion (.2); review in limine motion (.4)	1.50	1,237.50
10/10/13	LINTZ, EDWARD M	Preparation for Winn expert deposition, including collecting exhibits and arranging for use during deposition(0.8); second-seat Winn expert deposition with P. Bentley (8.4).	9.20	4,554.00
10/10/13	HOROWITZ, GREGORY A.	Prepare for Fazio deposition (1.5); attend Fazio deposition (7.5); meet with JSN counsel at Milbank (.7); confer w/ J. Levitt re Houlihan document issue (1.3); meet with K. Eckstein re opening (1.0); prepare for J. Taylor depo (2.5).	14.50	12,977.50
10/10/13	BENTLEY, PHILIP	Final prep for Winn deposition (3.9), attend deposition (8.4), and follow-up correspondence re; same w/ W. Nolan, T. Meerovich, G. Horowitz, N. Hamerman and C. Siegel (0.6); review e-mails from JSN litigation team re JSN trial issues (.2).	13.10	11,724.50
10/10/13	TRACHTMAN, JEFFREY S.	Review portions of PTO for JSN Phase I litigation in preparation for trial.	2.10	1,942.50
10/10/13	CIPOLLA, SANTO A.	Correspond with A. Miller, A. Sikes and A. Goodman regarding binders needed for trial (.6); prepare binder of correspondence regarding discovery issues for A. Goodman (.7); conference with A. Goodman regarding same (.4).	1.70	518.50
10/10/13	CIPOLLA, SANTO A.	Prepare binder of copies of Cash Management Order (.8); review binder regarding motions to dismiss and updated same for A. Sikes (.8); create binder of documents regarding J. Finnerty Deposition binder (.5); create binder of documents regarding R. Mann Deposition binder (.6); prepare binder of documents regarding J. Levine Deposition binder (.4).	3.10	945.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/10/13	GOODMAN, ALISSA R.	Review (2.0) and organize (2.0) documents and exhibits needed for trial, confer w/ S. Cipolla re: same (.4); participate in call with parties and court re: same (.8); review e-mails from internal litigation team re: same (.5); further review documents (3.2) and prepare for trial (2.8).	11.70	8,307.00
10/10/13	FARBER, PEGGY	Prepare for Fazio deposition by gathering documents (.8); participated in Fazio deposition as second chair (7.3); conferred w/ parties about deposition during breaks (.8); correspond with G. Horowitz, K. Eckstein re opening statements at Phase I trial (.3); correspond with G. Horowitz re deposition and trial valuation questions (.5); prepared for valuation deposition (1.4).	11.10	8,269.50
10/10/13	BESSNER, DEBORAH	Email A. Goodman re documents needed for JSN trial (.4) and compile folder re same (1.6)	2.00	590.00
10/10/13	SIKES, ALISON	Assist N. Hamerman with Winn deposition	2.50	762.50
10/10/13	SIKES, ALISON	Assist P. Farber with Fazio deposition	1.30	396.50
10/10/13	SIKES, ALISON	Retrieve documents for E. Lintz for Winn deposition	0.80	244.00
10/10/13	SIKES, ALISON	Create contact sheet for entire litigation team for trial	0.70	213.50
10/10/13	BESSNER, DEBORAH	Compile pleadings for JSN trial including cash collateral pleadings, the Plan, PSA.	1.50	442.50
10/10/13	HAMERMAN, NATAN	Prepare for Winn deposition (1.6); attend Winn deposition (8.4); review MIL (.5); further preparations for Phase I trial (.5); correspond w/ P. Farber re: Fazio depo (.4).	11.40	8,835.00
10/10/13	SIEGEL, CRAIG L	Draft portion of opening statement (1.4), correspond with K. Eckstein and D. Blabey re: same (.7); further research (3.4) and draft PowerPoint slides for opening statement (2.9); further draft opening slides (1.1) and correspond w/ D. Blabey re; same (1.2).	10.70	8,292.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/10/13	FOLEY, NICOLE	Preparation for Taylor deposition (3.3); e-mails w/ A. Sikes and R. Phillip re: same (0.1); exchange multiple e-mails w/ R. Abdelhamid, A. Goodman, A. Miller, E. Tobin, and J. Rosell re: trial logistics (0.2); e-mails w/ P. Fitzgerald, re: pricing of tech & equipment for trial (0.1); exchange e-mails w/ C. Siegel, A. Goodman, A. Miller, M. Checo re: same (0.2); create schedule of tech pricing scenarios (0.4); exchange e-mails w/ C. Siegel and A. Miller re: same (0.1).	4.40	2,882.00
10/10/13	SHIFER, JOSEPH A	Emails with P. Farber re JSN research (.6), perform legal research re carveout (3.0), emails with S. Zide and K. Eckstein re same (.4), emails with JSN and AFI counsel re paydown stipulation (.2).	4.20	2,919.00
10/10/13	PHILLIP, RENEE	Compile copies of Winn deposition materials for attorney review (3), create trial access binders with all subpoenas per attorney request (2), compile materials for Taylor deposition per attorney request (4), compile cases cited in plaintiffs' motion in limine (2).	11.00	3,355.00
10/10/13	BLABEY, DAVID E	Meet with K. Eckstein to discuss opening statement (1); correspond with C. Siegel re same (.7) and with trial graphics re same (1.5); outline opening (.2); further correspond with K. Eckstein and C. Siegel re same (1.3); draft same (2).	6.70	4,991.50
10/10/13	CHERNYAK, YEKATERINA	Assist in preparing opening statement outline (1.6); review JSNs' opening PTO (4.0) and outline their argument, issues (1.6).	7.20	5,112.00
10/10/13	CHASS, MARK	Review Wells Fargo response to PTO (.3)	0.30	232.50
10/10/13	ZIDE, STEPHEN	Emails with P. Bentley re Winn deposition preparation (.3). Emails with P. Farber re JSN litigation (.2); correspond with D. Blabey and K. Eckstein re opening for phase 1 (.5).	1.00	745.00
10/10/13	ECKSTEIN, KENNETH H.	Extensive edits to opening slides (1.5); meet with G. Horowitz re: opening slides (1); meet with D. Blabey re: same (1); revise motion in limine material (1.3).	4.80	4,752.00
10/11/13	LINTZ, EDWARD M	Review Winn deposition transcript to prepare for cross-examination (2.4); research re: Cash Collateral Order compliance testimony in Winn deposition (0.3).	2.70	1,336.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/11/13	WOLF, BENJAMIN	Correspond with N. Hamerman re documents for Winn depo (.2); review documents re same (.3).	0.50	280.00
10/11/13	KAUP, ANASTASIA N	Research re: privilege issues (3.7); correspond w/ J. Trachtman, A. Goodman re: same (.8), further research same (2.0).	6.50	3,217.50
10/11/13	FOLEY, NICOLE	Address trial technology issues in preparation for trial (1.4); coordinate all documents and technology needed for trial (3.9), correspond w/ C.Siegel re: same (0.2); e-mails w/ trial associations re: same (0.1); review (.7) and analysis of (.4) defendants response to motion in limine; conduct legal research re: same (1.4).	8.10	5,305.50
10/11/13	MILLER, ASHLEY S	Perform legal research re: privilege issues (2.1)	2.10	1,281.00
10/11/13	BENTLEY, PHILIP	Prepare for Winn cross-exam (0.9); review other issues in preparation for Phase I trial (0.3).	1.20	1,074.00
10/11/13	TRACHTMAN, JEFFREY S.	Research (1.0) and review (.5) cases re: discovery-related motion for JSN litigation; correspond with A. Kaup, A. Goodman, G. Horowitz re: same (1.1); emails with N. Hamerman, J. Rosell re: in limine reply for JSN litigation (.5); review in limine brief re: same (1.6).	4.70	4,347.50
10/11/13	BLABEY, DAVID E	Review JSNs response to motion in limine (.2) and exchange emails with C. Siegel and B. O'Neill re same (.4).	0.60	447.00
10/11/13	O'NEILL, P. BRADLEY	Review MIL (.5); review correspondence from C. Siegel, D. Blabey re: same (1); emails w/ N. Foley re: same (.2); review opposition brief (2)	3.70	3,052.50
10/11/13	ECKSTEIN, KENNETH H.	Review response to MIL (.3), comment on same (.4); call with MoFo and M. Puntus re JSN trial issues (1.0)	1.70	1,683.00
10/11/13	HOROWITZ, GREGORY A.	Prepare for Taylor deposition (1.9); attend Taylor deposition (4.5); correspond with K. Eckstein, D. Blabey re opening statement (.8); call w/ A. Goodman re privilege issue (.8); review direct testimony submissions (3.5)	11.50	10,292.50
10/11/13	GUCCION, MARY K	Review M. Chass draft of memo re confirmation issues.	0.50	280.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/11/13	GOODMAN, ALISSA R.	Conduct legal research re privilege issues (4.0), call w/ G. Horowitz re: same (.8), correspond w/ A. Kaup re: same (.8); review e-mail from A. Kaup re: same (.3). Perform further legal research re: privilege issues (6.3).	12.20	8,662.00
10/11/13	FARBER, PEGGY	Attend expert witness deposition (3.9)	3.90	2,905.50
10/11/13	CIPOLLA, SANTO A.	Review of depositions (.6) and created binders of documents related to same (1.4).	2.00	610.00
10/11/13	SIKES, ALISON	Update external database with new and important documents for trial	1.00	305.00
10/11/13	SIKES, ALISON	Create Winn, Taylor, and Fazio deposition binders	0.80	244.00
10/11/13	HAMERMAN, NATAN	Calls w/ B. Wolf re: Winn deposition preparation (.2); prepare Farley cross outline (1.5); coordinate courtroom prep for trial (.8); further prepare for Winn depo (2.0); prepare documents for use at trial (2.0); correspond w/ J. Trachtman re MIL (.5).	7.00	5,425.00
10/11/13	SIEGEL, CRAIG L	Correspond with A. Goodman re: Houlihan exhibit and privilege issues (.6); review (2.0) and analyze (1.2) expert reports for opening slide deck; prepare text for opening slide deck (.6), discuss opening w/ D. Blabey (1.0), and meet w/ D. Blabey and Y. Chernyak re: same (3.6); correspond with US Legal and plaintiffs' counsel re: graphics for slide deck and courtroom logistics (1.1).	10.10	7,827.50
10/11/13	SHIFER, JOSEPH A	Continue research re carveout (1.7), correspond with S. Zide and K. Eckstein re same (.5), emails with Y. Chernyak re carveout (.3), emails with A. Goodman re JSN issues (.7).	3.20	2,224.00
10/11/13	PHILLIP, RENEE	Compile hard copies of cases cited in plaintiffs' motion in limine (2), create list of attorneys for trial (2).	4.00	1,220.00
10/11/13	BLABEY, DAVID E	Discuss opening statement outline with C. Siegel (1); edit outline (1.4) and correspond with C. Siegel and T. Goren (.5) and K. Eckstein (.5) re same; meet with C. Siegel and Y. Chernyak to begin constructing opening statement slide deck (3.6).	7.00	5,215.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/11/13	CHERNYAK, YEKATERINA	Meeting w/ C. Siegel and D. Blabey in preparation for opening statement (3.6); correspondence w/ K. Eckstein re: same (.3); begin outlining portions of opening statement (4.0) and researching documents re: same (2.0).	9.90	7,029.00
10/11/13	ZIDE, STEPHEN	Correspond with C. Siegel re preparation for phase 1 opening (.8); correspond with K. Eckstein re same (.5).	1.30	968.50
10/11/13	ECKSTEIN, KENNETH H.	Revise opening slides (1.5) and prepare for trial (.8), call with D. Blabey re: opening statement outline (.5); correspond with C. Siegel re: same (.7); call with M. Ellenberg re: same (.6).	4.10	4,059.00
10/12/13	KAUP, ANASTASIA N	Research re: evidentiary and valuation issues (3.7); emails w/ A. Goodman, A. Miller re: same (.8), further research valuation issues (2.6).	7.10	3,514.50
10/12/13	SIEGEL, CRAIG L	Research (1.5) and draft (1.1) valuation slides for opening statement presentation; research (1.6) and draft (1.5) other slides for opening statement presentation; research (2.0) and draft (1.4) charts and graphs for opening statement presentation, call w/ B. O'Neill, D. Blabey, N. Foley re: motion in limine reply (.3).	9.40	7,285.00
10/12/13	BENTLEY, PHILIP	Review JSN's MIL response (1.0), draft notes re: same (.6), emails w/ N. Hamerman, B. O'Neill, C. Siegel re: same (.5); review Winn depo transcript (1.2) and further prepare for Winn cross (1.0).	4.30	3,848.50
10/12/13	LINTZ, EDWARD M	Research re: Reservations of Rights issues in the Stipulations to the Cash Collateral Order (2.7) and draft memo re: same (1.0).	3.70	1,831.50
10/12/13	HAMERMAN, NATAN	Draft (3.0) and revise (2.0) motion in limine.	5.00	3,875.00
10/12/13	TRACHTMAN, JEFFREY S.	Draft (3.0) and edit (1.9) reply section for in limine motion; review materials for in limine reply (.9); emails with N. Hamerman, A. Kaup, A. Goodman re: reply (1.5); review research re: same (.8); draft letter to the Court re: discovery issues (3.8).	11.90	11,007.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/12/13	BLABEY, DAVID E	Call with B. O'Neill, C. Siegel, and N. Foley re reply to motion in limine (.3); draft opening statement (4.0); review related caselaw and email to N. Foley, C. Siegel re same (.5); further draft (4.0) and revise (2.9) opening statement presentation	11.70	8,716.50
10/12/13	O'NEILL, P. BRADLEY	Call w/ D. Blabey, C. Siegel, N. Foley re: MIL reply (.3); review cases re: same (1.8); draft reply re: same (3.1).	5.20	4,290.00
10/12/13	MILLER, ASHLEY S	Research work product doctrine	3.10	1,891.00
10/12/13	CHERNYAK, YEKATERINA	Draft opening statement (3.4), correspond re: same with legal imaging (1.0), review underlying documents related to same (2.0); review contentions (2.4), further draft opening presentation for trial (3.1).	11.90	8,449.00
10/12/13	HOROWITZ, GREGORY A.	Draft opening statement deck at MoFo (3.5); draft motion in limine (1.0); review contentions (2.0), further draft (3.0) and revise (1.0) opening statement.	10.50	9,397.50
10/12/13	GOODMAN, ALISSA R.	Perform legal research on evidentiary and valuation issues (4.0), draft memo re: same (3.5), correspond w/ A. Kaup, A. Miller re: same (.8), further draft (1.8) memo re: same.	10.10	7,171.00
10/12/13	FARBER, PEGGY	Assist with drafting of opening presentation (.5); conduct fact (1.5) and legal (4.0) research on exhibit for letter calling for exclusion.	6.00	4,470.00
10/12/13	FOLEY, NICOLE	Call w/ B. O'Neill, C. Siegel, D. Blabey re: response to motion in limine (0.3); conduct legal research re: same (0.6); e-mail w/ B. O'Neill, D. Blabey, and C. Siegel re: same (0.1).	1.00	655.00
10/12/13	SHIFER, JOSEPH A	Emails with S. Zide and K. Eckstein re MIL briefing (.4), research re same (.6) emails with S. Zide re MIL pleading (.3)	1.30	903.50
10/12/13	ZIDE, STEPHEN	Emails with P. Bentley and phase 1 team re preparation for trial and contentions (.4). Emails with K. Eckstein and J. Shifer re MIL (.3).	0.70	521.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/13/13	WOLF, BENJAMIN	Emails with T. Ghalayini re documents needed in preparation for trial (.2); review documents in connection with Winn testimony (1.2); revise summary re same for N. Hamerman (.3); emails with N. Hamerman re same (.2); further document review and emails re same with N. Hamerman (.3).	2.20	1,232.00
10/13/13	SIEGEL, CRAIG L	Research (3.0) and draft (1.8) opening statement slides for valuation issues; research (1.1) and draft (1.5) opening statement slides for adequate protection issues; research (1.6) and draft (1.7) opening statement slides for OID issues; meeting w/ G. Horowitz, K. Eckstein J. Levitt, T. Goren re: opening slides (3.5); correspond w/ K. Eckstein, D. Blabey, Y. Chernyak to review and edit opening slides (.4).	14.60	11,315.00
10/13/13	ECKSTEIN, KENNETH H.	Revise MIL response (1.5); prepare opening presentation and slides (3.5); meet with MoFo and G. Horowitz, C. Siegel re opening and trial (3.5) review models of same (1.0), further prepare opening statement (1.5).	11.00	10,890.00
10/13/13	BENTLEY, PHILIP	Correspond w/ B. O'Neill, G. Horowitz, N. Hamerman, D. Blabey re: MIL reply (1.2).	1.20	1,074.00
10/13/13	HAMERMAN, NATAN	Draft (3.2) and revise (1.8) motion in limine. prepare for Winn cross (1.0). prepare for Farley cross (1.0). prepare for Farley redirect (1.0). Correspond w/ internal team re: trial issues (1.0).	9.00	6,975.00
10/13/13	TRACHTMAN, JEFFREY S.	Emails with P. Farber, A. Goodman, G. Horowitz, J. Levitt, K. Eckstein, D. Blabey, N. Hamerman re: in limine reply and letter (2.8), edit letter to the Bankruptcy Court re: discovery issues (3.6); edit in limine reply re: JSN trial (2.8).	9.20	8,510.00
10/13/13	BLABEY, DAVID E	Edit reply to motion in limine (3.0); perform research re same (2.5); correspond re: same with K. Eckstein (.3), B. O'Neill (.2) and G. Horowitz (.2); draft opening statement presentation (4.0), correspond re: same with Y. Chernyak, G. Horowitz, C. Siegel and MoFo (2.0), further draft same (4.0).	16.20	12,069.00
10/13/13	O'NEILL, P. BRADLEY	Revise draft motion in limine.	2.50	2,062.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/13/13	MILLER, ASHLEY S	Correspond with Kramer Levin JSN trial team to discuss trial logistics (0.5); research re: putting a document "at issue" (2.5)	3.00	1,830.00
10/13/13	CHERNYAK, YEKATERINA	Prepare opening statement and opening presentation for trial (3.8), correspond w/ D. Blabey, G. Horowitz, C. Siegel re: same (2.0), further draft (4.0) and revise (2.3) same, review contentions re: same (1.1).	13.20	9,372.00
10/13/13	HOROWITZ, GREGORY A.	Meet w/ K. Eckstein, C. Siegel, J. Levitt, T. Goren re: opening statement (3.5), further draft opening statement (3.1); draft letter to C. Shore re WP issue (2.5); further correspond w/ K. Eckstein, C. Siegel re: opening (2.4)	11.50	10,292.50
10/13/13	GOODMAN, ALISSA R.	Review e-mails from P. Farber, C. Siegel, N. Hamerman: preparations for trial (.9); Review (.7), edit (.5), and cite check (1.1) letter to JSNs; further correspond with P. Farber, C. Siegel re: trial prep (.6); conduct legal research re: valuation issues (2.8); Correspond with Peggy Farber re: evidentiary issues (.1).	6.70	4,757.00
10/13/13	TATZ, DAWN	Review (2.4) and gather (3.6) exhibits cited in witness outlines for trial.	6.00	1,830.00
10/13/13	FARBER, PEGGY	Review fact material in expert reports and declarations for letter to adversaries re exhibit (2.1).; correspond re trial strategy and tasks with G. Horowitz, C. Siegel, N. Hamerman, A. Goodman, A. Sikes(.3); find fact material for opening presentation slides (2.1); compose slide for same (1); find material for slides on certain valuation issue (2.2); draft (1.2) and revise (1.4) opening argument slides; correspond with G. Horowitz, C. Siegel, re: same (1.5).	11.80	8,791.00
10/13/13	SHIFER, JOSEPH A	Review MIL pleading (.9) and revisions to same (.7), review (1.0) and revise (.7) JSN trial opening statement, emails with A. Holtz, D. Blabey and Y. Chernyak re: same (.5), emails with D. Blabey and S. Zide re MIL (.7).	4.50	3,127.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/13/13	FOLEY, NICOLE	Review draft motion in limine re: Houlihan (0.3); correspond w/ P. Farber, A. Goodman re: status & strategy (0.4); correspond w/ C. Siegel & A. Miller re: trial technology & courtroom procedures (0.6); coordinate technology issues (0.7) e-mail R. Ringer re: courtroom procedures (0.1); locate citations and factual support for opening deck (1.7); Review JSN exhibit issues (1.3); call w/ R. Abdelhamid re: trial coordination (0.3); e-mails w/ C. Siegel & A. Sikes re same (0.1).	5.50	3,602.50
10/13/13	ZIDE, STEPHEN	Emails with K. Eckstein, C. Siegel and J. Shifer re MIL (.4) and revisions to same (.2); review MIL (.3) and call with M. McPherson re same (.4).	1.30	968.50
10/13/13	CHASS, MARK	Review final form of stipulated facts, plaintiff and defendant contentions (3.2), Review DIP, allocation of expenses, adequate protection (.5)	3.70	2,867.50
10/14/13	LINTZ, EDWARD M	Cite and fact check slides for opening at trial (4.0); review of full opening presentation with G. Horowitz, J. Levitt and full team (1.6); further cite check (2.0), fact check (2.5), and edit (1.0) sections of opening slide presentation.	11.10	5,494.50
10/14/13	BESSNER, DEBORAH	Correspond with A. Sikes re MTD binders (.2) and compile binders re same (.3); correspond with A. Sikes re Phase I trial issues (1.2); correspond with R. Ringer and A. Sikes re trial issues (.4).	2.10	619.50
10/14/13	WOLF, BENJAMIN	Review documents in connection with Winn deposition analysis (.5); revise summary re same (.3); emails with N. Hamerman re same (.2); emails with K. Lee re same (.2).	1.20	672.00
10/14/13	ALLARD, NATHANIEL	Perform legal research for JSN trial (2.0), correspond w/ D. Blabey, R. Ringer re: same (.3); review JSN litigation team emails in preparation for JSN trial (.9); further prepare for JSN trial (.3), correspond w/ S. Zide, J. Shifer re: same (.3).	3.80	1,615.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/14/13	SIEGEL, CRAIG L	Research re: opening statement slide presentation (1.7), draft same (2), edit same (2.1), and finalize (2.3) opening statement slide presentation; meet w/ G. Horowitz, J. Levitt to prepare for trial (5.5); correspondence to supervise Kramer Levin attorneys, paralegals re: preparation for Phase I trial (2.5).	16.10	12,477.50
10/14/13	ZIDE, STEPHEN	Speak with K. Eckstein re JSN Phase one trial opening (1.5); draft (2.9) and revise (1.1) script re same; preparation session with Y. Chernyak, D. Blabey, D. Mannal and K. Eckstein re slides for same (4.5). Assist K. Eckstein in opening preparation and logistics (2). Attend part of meeting with G. Horowitz and phase one team re opening preparation (1.5); discuss edits of opening with D. Blabey and K. Eckstein (.5).	14.00	10,430.00
10/14/13	MILLER, ASHLEY S	Review (4) and edit (4.5) opening statements for JSN trial, including PowerPoint presentation; attend portion of meeting with G. Horowitz and Phase 1 team re: opening preparation (2.5).	11.00	6,710.00
10/14/13	CIPOLLA, SANTO A.	Prepare additional documents for JSN Phase I trial (2.4); assist counsel with compiling exhibits for trial (2.7).	5.10	1,555.50
10/14/13	BLABEY, DAVID E	Edit slide deck and script for opening statement (3.9); discuss edits with S. Zide and K. Eckstein (.5) and further edits re same (1); walk through presentations with JSN team incorporating additional edits (5.5); further prep session with K. Eckstein, D. Mannal, S. Zide, Y. Chernyak re opening statement (4.5); confer with J. Shifer and Y. Chernyak re: trial opening prep (.6).	16.00	11,920.00
10/14/13	RINGER, RACHAEL L	Research re: treatment of JSN claims (1.3), additional research re: same (2.1), research re: adequate protection issues (1.2)	4.60	2,576.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/14/13	ECKSTEIN, KENNETH H.	Prepare opening statement and related slides for JSN trial (2.9) review extensive materials and documents for first day of trial (2.1); Speak with S. Zide re: JSN Phase 1 opening (1.5), meeting with S. Zide, Y. Chernyak, D. Blabey and D. Mannal re: same (4.5), discuss edits of opening with D. Blabey and S. Zide (.5); attend portion of prep session with MoFo, G. Horowitz and M. Puntus (2.5)	14.00	13,860.00
10/14/13	CHERNYAK, YEKATERINA	Finalize preparing for opening statement (4.0) and update slides re: same (2.0); meet with S. Zide, D. Blabey, D. Mannal and K. Eckstein re: slides for Phase 1 opening (4.5); confer with J. Shifer and D. Blabey re: trial opening prep (.6), further prepare opening statement (2.8).	13.90	9,869.00
10/14/13	HOROWITZ, GREGORY A.	Continue revising opening presentation (3.5); Attend M. Puntus prep session w/ K. Eckstein, MoFo (3.5); full trial prep team meeting re: opening presentations (5.5).	12.50	11,187.50
10/14/13	BENTLEY, PHILIP	Prepare for Winn cross (0.6); review memos re related trial issues (0.8).	1.40	1,253.00
10/14/13	GOODMAN, ALISSA R.	Review memo regarding admissibility of exhibits (.3); review e-mails from trial team re: same (.5); compile documents for binder in support of potential motion to compel (2.0); review documents (3.0) and draft outline (1.8) to prepare Terry Farley; participate in portion of team meeting re: opening presentations (3.5).	11.10	7,881.00
10/14/13	FARBER, PEGGY	Edit opening argument (.4); correspond with attorneys for common interest parties, AlixPartners, and G. Horowitz re SUNs (.8); continue revising opening argument slides (2.2); revise outline of expert redirect outline (3.0) and expert cross examination (4.1).	10.50	7,822.50
10/14/13	SIKES, ALISON	Correspond with R. Ringer and D. Bessner re court procedures	0.40	122.00
10/14/13	SIKES, ALISON	Assist C. Siegel with opening deck presentation (4.0), correspond w/ C. Siegel re: same (.5), further assist with opening deck presentation (2.8).	7.30	2,226.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/14/13	HAMERMAN, NATAN	Review opening statement (3.0); revisions to Farley cross outline (3.8); compile docs for use at trial (2.0); review of certification (1.0); revise Winn outline (3.0), further revise Farley cross outline (3.2).	16.00	12,400.00
10/14/13	FOLEY, NICOLE	Review documents (3.2) and exhibits (3.0) needed for Phase I trial; e-mails w/ R. Abdelhamid, C. Siegel, A. Miller, A. Sikes & M. Checo re: same (0.2); disc. w/ C. Siegel re: same (0.2); e-mail G. Horowitz & J. Levitt re: same (0.1); review Defendant's reply in support of their Motion in Limine (0.6); attend portion of trial team meeting re: status and strategy (1.0); review JSN exhibit issues (2.8); coordinate technology for Marano redirect (1.3); assist in finalizing opening deck (3.4).	15.80	10,349.00
10/14/13	PHILLIP, RENEE	Compile documents in preparation for start of Phase I trial per attorney request (3), assist with edits of opening presentations (2), check courtesy copies of finalized presentations for errors (6).	11.00	3,355.00
10/14/13	SHIFER, JOSEPH A	Revise opening statement (4.0), confer with D. Blabey and Y. Chernyak re trial opening presentation (.6), correspondence with S. Zide and K. Eckstein re same (3.2), numerous revisions to same (2.8), emails with S. Tandberg and A. Holtz re same (.4)	11.00	7,645.00
10/14/13	CHASS, MARK	Review motion in limine brief (.6), Review stip amending PTO (.1)	0.70	542.50
10/14/13	MANNAL, DOUGLAS	Meeting with K. Eckstein, S. Zide, Y. Chernyak, D. Blabey re: opening statement (4.5), revise slides re: same (1.5).	6.00	4,950.00
10/15/13	ALLARD, NATHANIEL	Correspond w/ S. Zide, J. Shifer re: JSN trial and related documents (.4).	0.40	170.00
10/15/13	WOLF, BENJAMIN	Review Winn report and allocation emails for trial and emails with N. Hamerman re same (.5).	0.50	280.00
10/15/13	ECKSTEIN, KENNETH H.	Review opening presentation (2.9), revise same (2.0), further review same (2.1); meet with T. Coleman re case status and JSN confirmation issues (1.3); numerous discussions with G. Horowitz and S. Zide re: phase 1 trial (2.5).	10.80	10,692.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/15/13	LINTZ, EDWARD M	Draft Declaration and Create Exhibits to Support Motion to Compel (3.8); Perform legal research on issues of protection to support Motion to Compel (1.5)	5.30	2,623.50
10/15/13	HOROWITZ, GREGORY A.	Meeting with N. Hamerman re: JSN trial (.9); numerous discussions with S. Zide and K. Eckstein re: final prep for phase 1 trial (2.5); review issues re: same (1.1).	4.50	4,027.50
10/15/13	MILLER, ASHLEY S	Edit slides for opening statements (2.5); draft motion for production of Houlihan Lokey production (3.9); further drafting of motion for production of Houlihan Lokey production (2.1).	8.50	5,185.00
10/15/13	BENTLEY, PHILIP	Continue preparation for Winn cross(0.5)	0.50	447.50
10/15/13	O'NEILL, P. BRADLEY	Review JSN slides re: Finnerty (.4).	0.40	330.00
10/15/13	CIPOLLA, SANTO A.	Correspond with N. Hamerman regarding Plaintiffs exhibits (.5); compile same (.7); assist with preparation of relevant documents for trial (2.9).	4.10	1,250.50
10/15/13	GOODMAN, ALISSA R.	Prepare T. Farley for trial w/ N. Hamerman (4.0), conduct related legal research (.5); further participate in preparation of T. Farley for trial w/ N. Hamerman (5.6); review JSN letter (.2); supervise drafting of potential motion to compel and declaration and exhibits (2.5); review trial opening slides (.7); review documents for testimony of T. Farley at trial (2.6).	16.10	11,431.00
10/15/13	FARBER, PEGGY	Finish edits of slide presentation (.7); summarize day's proceedings for client (1.1); prepare materials for witness binders (.9); direct work of paralegals preparing witness binders (.5)	3.20	2,384.00
10/15/13	ZIDE, STEPHEN	Numerous discussions with G. Horowitz and K. Eckstein re final preparations for Phase I trial (2.5); follow up emails with D. Mannal and B. O'Neill re same (.5); follow up correspondence with G. Horowitz and J. Shifer and T. Goren re response to JSN claim issue (1).	4.00	2,980.00
10/15/13	SIKES, ALISON	Create Certification of T. Farley binders for N. Hamerman	6.00	1,830.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/15/13	SIEGEL, CRAIG L	Review Siegert reports and depo testimony for cross outline (3.4); begin drafting Siegert cross (4.1).	7.50	5,812.50
10/15/13	BESSNER, DEBORAH	Compile binders re the Committee and JSN direct testimonies.	0.40	118.00
10/15/13	BESSNER, DEBORAH	Correspond with A. Sikes re court call set up for the JSN trial.	0.70	206.50
10/15/13	HAMERMAN, NATAN	Prepare Farley for trial w/ A. Goodman (4.0), revise Farley outline (.9); further prep Farley w/ A. Goodman (5.6); revise Winn preparation (1.5); review documents for trial (2.0); edit designations (1.0); attend team meeting with G. Horowitz re: trial (.9); revise T. Farley certification (1.0).	16.90	13,097.50
10/15/13	FOLEY, NICOLE	Address trial logistics issues for beginning of Phase I trial (1.2); review letters re: discovery (0.3); conduct legal research re: discovery issue (3.9); exchange e-mails w/ C. Siegel, A. Goodman, A. Miller, and E. Lintz re: same (0.1); review exhibit issues (0.5)	6.00	3,930.00
10/15/13	PHILLIP, RENEE	Assist attorneys with preparation of documents, binders, exhibits and relevant pleadings for JSN trial (3); compile materials for Landy and Gadsden deposition prep (2); update Renzi deposition prep binder and compile additional documents per attorney request (1).	6.00	1,830.00
10/15/13	CHERNYAK, YEKATERINA	Assist in gathering facts for cross of Taylor, Fazio (2.3).	2.30	1,633.00
10/15/13	SHIFER, JOSEPH A	Research re JSN collateral issues (.4), emails with S. Zide re same (.3)	0.70	486.50
10/15/13	CHASS, MARK	Review opening statement decks (1.4).	1.40	1,085.00
10/15/13	TRACHTMAN, JEFFREY S.	Draft (1.6) and edit (2.2) motion to compel ; review cases and materials for motion (1.6); correspondence with P. Farber, A. Miller, E. Lintz, G. Horowitz re: motion to compel (1.1).	6.50	6,012.50
10/16/13	LINTZ, EDWARD M	Conduct factual research (1.4) and draft cites for (2.0) Letter to Judge Glenn re: Discovery dispute over May 2012 Houlihan Lokey presentation; legal research re: accounting and valuation guidelines (4.6); attend portion of team meeting with G. Horowitz to plan strategy for trial (1.6)	9.60	4,752.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/16/13	MILLER, ASHLEY S	Draft motion regarding production of Houlihan Lokey presentation (3.5); draft letter regarding production of Houlihan Lokey presentation (3.9); survey OID offering memorandums (3.9), review draft motion re: Houlihan Lokey production.	13.30	8,113.00
10/16/13	ALLARD, NATHANIEL	Correspond w/ R. Ringer, J. Shifer re: same (.2); correspond w/ S. Zide re: documents for consolidated JSN adversary, research same (.5).	0.70	297.50
10/16/13	HOROWITZ, GREGORY A.	Attend portion of team meeting with MoFo, C. Siegel, A. Goodman re: prep on Farley, Landy (2.8); review same (1.2); discussion with P. Farber re: bond exchange (.3).	4.30	3,848.50
10/16/13	ECKSTEIN, KENNETH H.	Call with M. Goldstein re JSN expert report (1.3); call with L. Robbins re discovery (.3); correspondence w/ G. Uzzi re stipulation (.5).	2.10	2,079.00
10/16/13	BENTLEY, PHILIP	Analyze Puntus cross-examination (0.4); review JSN litigation team e-mails re trial progress (0.3)	0.70	626.50
10/16/13	SIEGEL, CRAIG L	Draft pretrial and trial schedule (1) correspondence with w/ B. O'Neill re same (.8); analyze expert materials for cross (2.4); begin drafting Siegert cross (3.1); meeting w/ G. Horowitz, J. Levitt, S. Engelhardt, A. Goodman re trial strategy and planning (2.8)	10.10	7,827.50
10/16/13	CIPOLLA, SANTO A.	Confer with A. Miller regarding documents for N. Hamerman's meeting (.2); compile copies of same for upcoming meeting (.5); correspond with N. Hamerman regarding T. Farley trial binders (.6); calls with Transperfect regarding binders (.4); review same (.7); correspond with N. Hamerman regarding documents to be used in trial (.1); compile same (.5); correspondence with A. Miller regarding cite checking cases (.1); cite-check same (.2); assist A. Sikes with Taylor Cross binders (5.0).	8.30	2,531.50
10/16/13	GOODMAN, ALISSA R.	Prepare for (3.1) and participate (3.4) in preparation of T. Farley for trial; participate in team meeting with G. Horowitz, C. Siegel, MoFo re: trial issues (2.8).	9.30	6,603.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/16/13	FARBER, PEGGY	Review court's rulings on motions in limine (.4); TC with M. Arango re witness availability (.1); email with M. Arango and G. Horowitz about witness availability (.5); research for follow-up submission to court on exhibit challenge (2.1); research for cross examinations on proper valuation (.8); case law research on accounting standards in court determinations (3.6); TC with M. Arango re new research project related to bond exchange (.1); discussion with G. Horowitz re new research related to bond exchange (.3); emails with G. Horowitz re case law research, and bond exchange research (.5); emails with MA re bond exchange research (.3); define task for Moelis valuation analyst (.4); emails w Moelis and G. Horowitz re same (.4).	9.50	7,077.50
10/16/13	BESSNER, DEBORAH	File (.3) and serve (.3) letter to Judge Glenn re: JSN trial issues, circulate same to G. Horowitz, J. Trachtman, A. Miller (.1)	0.70	206.50
10/16/13	SIKES, ALISON	Correspond with A. Miller, C. Siegel, A. Goodman, J. Rosell, and conference request re JSN trial issues.	1.30	396.50
10/16/13	BESSNER, DEBORAH	Emails with A. Sikes re Farley trial preparation (.3)	0.30	88.50
10/16/13	HAMERMAN, NATAN	Attend/participate in preparation sessions with T. Farley for testimony in JSN Phase I trial (5.0); revise Winn outline for testimony at trial (1.5); preparation for trial exhibits (1.5); attend portion of litigation team meeting (G. Horowitz, C. Siegel) re: preparation for trial/strategy issues for same (1.5); review of discovery dispute issues (.5).	10.00	7,750.00
10/16/13	FOLEY, NICOLE	Review discovery dispute issues (0.4); review trial transcripts (1.9); draft summary of 10/16 hearing (1.5).	3.80	2,489.00
10/16/13	PHILLIP, RENEE	Compile witness material binders for JSN trial (2.7), compile documents for use as exhibits during Finnerty redirect (3).	5.70	1,738.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/16/13	BLABEY, DAVID E	Attend (telephonically) portion of JSN trial re: Puntus testimony in preparation for post-trial briefing (1.5); discuss post trial brief with C. Siegel (.4); review transcript of motion in limine decision (.2); review sample proposed findings (1) and discuss with J. Trachtman (.3); research on adequate protection (.4); draft template of proposed findings for Phase I of JSN trial (5.9); discuss same with K. Eckstein (.2), J. Taylor (.2); participate in portion of JSN team meeting re: strategy issues (.5).	10.60	7,897.00
10/16/13	SHIFER, JOSEPH A	Emails with S. Zide and R. Ringer re motion in limine ruling (.4),	0.40	278.00
10/16/13	ZIDE, STEPHEN	Review documents on split between phase 1 and phase 2 JSN litigation (.5); correspond with B. O'Neill re same (.5). Discuss phase 1 trial with trial team and next steps (1).	2.00	1,490.00
10/16/13	CHASS, MARK	Review press reports re JSN trial (1.0), emails with N. Hamerman re MIL, Judge Glenn rulings (.6)	1.60	1,240.00
10/17/13	BLABEY, DAVID E	Discuss post-trial briefing with C. Siegel (.2); draft proposed findings of fact, including background, procedural history, and expert testimony regarding Phase I issues (9.3); confs with J. Shifer re phase II issues (.2).	9.70	7,226.50
10/17/13	ECKSTEIN, KENNETH H.	Correspond with G. Horowitz, S. Zide, D. Mannal re Phase 1 trial issues (.7)	0.70	693.00
10/17/13	ZIDE, STEPHEN	Discuss Phase 1 trial with K. Eckstein (.4); follow up correspondence with G. Horowitz, D. Mannal and K. Eckstein re same (.3). Emails with P. Farber re trial issues (.3); confer with J. Shifer re: Phase II issues (.2).	1.20	894.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/17/13	SIEGEL, CRAIG L	Prepare for and participate in call w/ D. O'Connor and N. Hamerman re expert analysis for crosses (.8); analyze Dixon depo objections and prepare for meet and confer (1.2); analyze purchase allocation case law (1.4); analyze expert materials for Siegert and Fazio cross examinations (4.0); call with P. Farber, Moelis and E. Siegert re: same (.2); prepare for (1.4) and participate in (1.5) meeting w/ G. Horowitz, N. Hamerman, A. Goodman, A. Miller, P. Farber to plan for cross examinations; discuss pretrial brief with D. Blabey (.2).	10.70	8,292.50
10/17/13	MILLER, ASHLEY S	Meeting to discuss next steps in trial and cross examination with P. Farber, N. Hamerman, C. Siegel, G. Horowitz (1.5); survey OID offering memorandums (3); draft chart of exhibits used in J. Finnerty's opening statement (3.9); continue drafting chart of exhibits used in J. Finnerty's opening statement (1.6).	10.00	6,100.00
10/17/13	GOODMAN, ALISSA R.	Email with P. Farber and J. Trachtman re: oral argument (.1), email with G. Horowitz re: Houlihan presentation (.1), email with internal KL team re: proposed findings of fact and conclusions of law (.1); email with E. Tobin re: exhibits (.1); listen to portion of JSN trial testimony re: post-trial briefing issues (1.6); speak to N. Hamerman re: T. Farley preparation (.1); prepare for (.2) attend team meeting with G. Horowitz, A. Miller, P. Farber, C. Siegel and N. Hamerman re: next steps (1.5); review counter-designations and objections in preparation for meet and confer (.4).	4.20	2,982.00
10/17/13	FARBER, PEGGY	Case law and treatise research for issues raised at beginning of Phase I trial (1.5); call w/ C. Siegel, Moelis, E. Siegert (.2); emails w S. Zide, G. Horowitz re Moelis (.2); emails with G. Horowitz, outside counsel, AlixPartners re same (.5); review relevant transcripts for same (2.1); discuss results with AlixPartners (.4); meeting with G. Horowitz, C. Siegel, N. Hamerman, A. Goodman, A. Miller re: trial next steps (1.5); revise trial-related designations (3.6).	10.00	7,450.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/17/13	CHOUPROUTA, ANDREA	Assist w/ revisions to joint pretrial order (2.4); file and coordinate service of same w/ exhibits (1.0).	3.40	1,088.00
10/17/13	CHOUPROUTA, ANDREA	Draft notice of filing of revised joint pretrial order.	0.70	224.00
10/17/13	HOROWITZ, GREGORY A.	Review outlines and documents in preparation for continuing JSN Phase I trial (1.7); team meeting with C. Siegel, N. Hamerman, A. Miller, A. Goodman and P. Farber re: trial prep (1.5); revise cross outlines for continuation of JSN Phase I trial (2.5)	5.70	5,101.50
10/17/13	BESSNER, DEBORAH	Circulate JSN Trial transcripts to the JSN Defense counsel macro (.2); assist with filing of the Revised PTO (1); compile copies of same (.3).	1.50	442.50
10/17/13	SIKES, ALISON	Correspond with A. Miller, C. Siegel, and other JSN team members re JSN trial issues.	0.60	183.00
10/17/13	HAMERMAN, NATAN	Prep for Winn testimony and cross-examination (2.2); Prep for Farley cross (1.0); edit Taylor cross outline (2.6); meet with G. Horowitz, C. Siegel, P. Farber. A. Miller and A. Goodman re: same (1.5); review Taylor materials and exhibits in preparation for cross-examination (1.6); emails re trial exhibits with KL JSN litigation team (1.0); call with C. Siegel and D. O'Conner re: expert analysis for crosses (.8).	10.70	8,292.50
10/17/13	FOLEY, NICOLE	Review trial logistics (0.2); e-mails w/ S. Cipolla re: Taylor (0.1); conduct legal research re: same (1.9); e-mails w/ P. Farber re: same (0.1); t/c w/ P. Farber re: legal research (0.1); address exhibit issues re: Walter (0.8); e-mails w/ C. Siegel & R. Phillip re: same (0.1); conduct legal research re: valuation (1.1); analyze case law re: same (3.4); t/c w/ C. Siegel re: exhibit issue (0.3); e-mail C. Siegel re: same (0.1).	8.20	5,371.00
10/17/13	PHILLIP, RENEE	Assemble Finnerty redirect binders (3), create list of deposition transcript designations and counter-designations to co-counsel (.5), conduct database search for document used as exhibit during Taylor deposition (1).	4.50	1,372.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/17/13	SHIFER, JOSEPH A	Emails with S. Martin re JSN paydown stipulation (.3), confs with D. Blabey re phase II issues (.2), follow up confs with S. Zide re same (.2), emails with K. Denk re phase II issues (.3)	1.00	695.00
10/17/13	ECKSTEIN, KENNETH H.	Call with M. Sonkin re: JSN mediation (.3), call J. Peck re: JSN mediation/litigation (.5).	0.80	792.00
10/17/13	TRACHTMAN, JEFFREY S.	Emails with D. Eggermann, B. O'Neill, MoFo lawyers re: post-trial submission for JSN Phase I trial (1.2).	1.20	1,110.00
10/18/13	BLABEY, DAVID E	Review valuation hearing transcript (.7); discuss same with Y. Chernyak (.3); discuss same with M. McPherson and C. Siegel (.2); draft proposed findings and conclusions for JSN Phase I (including section on expert and witness testimony for Phase I issues) (3.8); review transcripts for inserts (3).	8.00	5,960.00
10/18/13	ZIEGLER, MATTHEW C	Review case law re: OID on debt-for-debt exchange (0.4).	0.40	224.00
10/18/13	SIEGEL, CRAIG L	Participate in call w/ G. Horowitz, K. Chopra, J. Levitt re expert cross (2.1); draft portions of Siegert cross outline (re: valuation) (1.8); analyze expert materials for cross outlines (3.1); participate in call (.6) and meeting (1.4) with S. Hasan, P. Farber, G. Horowitz, K. Eckstein re expert cross; call w/ D. Blabey and M. McPherson re findings of fact (.3); T/C P. Farber re objections (.6); participate in call w/ R. Abdelhamid, E. Tobin, J. Morris, P. Farber re objections (.5); prepare for and participate in meet and confer call w/ R. Abdelhamid, E. Tobin, J. Morris, P. Farber and counsel for Ad Hocs and UMB re objections (.4); call w/ J. Morris, R. Abdelhamid, P. Farber, E. Tobin re: objections (.3).	11.10	8,602.50
10/18/13	MILLER, ASHLEY S	Review OID offering memoranda (3.9); further review OID offering memoranda re: relevance to JSN issues (2.3), e-mails with JSN litigation team re: same (.8)	7.00	4,270.00
10/18/13	LINTZ, EDWARD M	Coordinate team meeting to discuss cross-examination strategy for JSN Phase I trial (0.3)	0.30	148.50
10/18/13	ALLARD, NATHANIEL	Correspond w/ J. Shifer, S. Zide re: documents for JSN trial (.3), research re: same (.7).	1.00	425.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/18/13	SHIFER, JOSEPH A	Conf with S. Zide re collateral releases (.4), research re same (1.9), lengthy email to S. Zide re same (.4), email to R. Schrock and N. Ornstein re paydown stip (.1).	2.80	1,946.00
10/18/13	GOODMAN, ALISSA R.	Email with E. Tobin re: exhibits (.3), email with C. Siegel re: court order (.1); email with C. Siegel re: cross examination binders (.1), email with team re: deposition designations (.2).	0.70	497.00
10/18/13	FARBER, PEGGY	TC w/ Moelis re trial-related project (.1); TC AlixPartners re trial-related project (.1); check exhibits for trial (.3); phone conference with G. Horowitz, Moelis, C. Siegel re trial-related project (.6); call with G. Horowitz, C. Siegel, K. Eckstein re trial issues (1.4); resolve designation and exhibit questions in preparation for meet and confer (.7); emails to outside counsel re trial-related project (.5); revise expert witness cross examination (3); confer with R. Abdelhamid, E. Tobin, J. Morris, C. Siegel in preparation for meet and confer on exhibits and designations (.5); participate in meet and confer with same re same (.8).	8.00	5,960.00
10/18/13	BESSNER, DEBORAH	Email R. Ringer, J. Shifer and Y. Chernyak the PTO (.2); compile the revised PTO with exhibits inserted (.2) and email to Y. Chernyak (.1).	0.50	147.50
10/18/13	ECKSTEIN, KENNETH H.	T/c M. Sonkin to review trial and prep for meeting (.8); review JSN Phase 2 stip (.6), revise (.5), correspond with G. Lee, S. Zide re same (.2).	2.10	2,079.00
10/18/13	HOROWITZ, GREGORY A.	Prepare for call (.3) and Call with J. Levitt, T. Goren, C. Siegel re: cross issues (2.1); call with Moelis, C. Siegel, P. Farber re same (.6); meeting with K. Eckstein, C. Siegel, P. Farber re crosses (1.4); research EMB (.8); edit cross outlines (3.9)	9.10	8,144.50
10/18/13	BESSNER, DEBORAH	Compile binder re JSN Trial hearing transcripts.	0.20	59.00
10/18/13	SIKES, ALISON	Correspond with A. Miller, C. Siegel re trial logistics	1.00	305.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/18/13	HAMERMAN, NATAN	Continue prep for Taylor cross-examination, including review of all relevant documents/exhibits (3.5); edit Winn prep for testimony at Phase I trial (3.5); emails with litigation team re exhibits and depo designations for same (1.5).	8.50	6,587.50
10/18/13	FOLEY, NICOLE	Analyze case law re: valuation (2.7); review exhibit issues (1.2); review order re: discovery dispute (0.2); conduct legal research re: contractual interpretation (0.5); e-mail C. Siegel and D. Blabey re: same (0.1).	4.70	3,078.50
10/18/13	PHILLIP, RENEE	Update Finnerty redirect binders (3); compile documents for use in second Siegert cross (1.6).	4.60	1,403.00
10/18/13	ZIDE, STEPHEN	Speak with J. Shifer re trial on phase one and 5(g) issue (.4).	0.40	298.00
10/18/13	ECKSTEIN, KENNETH H.	Call with G. Horowitz, C. Siegel, S. Hasan, P. Farber re expert crosses (1.4); review same (.6).	2.00	1,980.00
10/19/13	SIEGEL, CRAIG L	Research (.2) and write (.2) analysis of Dixon objections and email with G. Horowitz (.2); analyze cash collateral order-related exhibits and testimony for cross outline (5.8); draft portions of Siegert cross outline (4.3); meeting with G. Horowitz re Siegert cross outline (1.5)	12.20	9,455.00
10/19/13	BLABEY, DAVID E	Research relating to lien on AFI Contribution in connection with post-trial brief.	4.00	2,980.00
10/19/13	MILLER, ASHLEY S	Review OID offering memoranda re: issues raised at JSN trial (2.5); research witness sequestration rule (1)	3.50	2,135.00
10/19/13	HAMERMAN, NATAN	Review Taylor materials for cross-examination (3.0). Continue preparation for JSN trial re: same (1.0).	4.00	3,100.00
10/19/13	O'NEILL, P. BRADLEY	Review Finnerty deposition (1.5), prepare for Finnerty cross (1.5); confer with G. Horowitz re: phase II expert reports (.5).	3.50	2,887.50
10/19/13	CIPOLLA, SANTO A.	Review electronic files of documents regarding J. Rosell Collateral Reports (3.7) and organize documents into folders based on Monthly Borrowing Base Reports (5).	8.70	2,653.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/19/13	GOODMAN, ALISSA R.	Email with C. Siegel re: expert cross examination (.1), email with team re: deposition designations (.2); emails with E. Tobin re: exhibits (.2), email with team re: trial preparation (.1).	0.60	426.00
10/19/13	FARBER, PEGGY	Draft expert witness cross outlines for Phase I of trial, including Siegert cross outline on JSN expert methodology, and OID issues (5.6), factual research re: same (4.0), meeting with G. Horowitz to revise same (.6); implement revisions (.6); meet with G. Horowitz re: Finnerty deposition(1.4).	12.20	9,089.00
10/19/13	HOROWITZ, GREGORY A.	Review Phase II expert reports (1.5); confer B. O'Neill re same (.5); draft Siegert outlines (4.5); meet with C. Siegel re same (1.5); review Finnerty deposition (3); meet with P. Farber re Finnerty deposition (1.4); meet with P. Farber re: expert witness cross outlines (.6).	13.00	11,635.00
10/19/13	FOLEY, NICOLE	Conduct additional legal research re: contractual interpretation (1.5); e-mail C. Siegel and D. Blabey re: same (0.1); review exhibit issues (1.3); e-mail w/ C. Siegel & A. Miller re: hearsay issue (0.1); review trial logistics (0.1)	3.10	2,030.50
10/19/13	PHILLIP, RENEE	Retrieve documents for use as exhibits during 1st Siegert cross (1.5), draft page/line citations for plaintiffs' deposition transcript designations and counter-designations (5), analyze Snellenbarger transcript to compile quotes relevant to Siegert cross (2).	8.50	2,592.50
10/20/13	BLABEY, DAVID E	Review case law on allocation issues (2.5); draft post trial brief (1.5); review JSN expert opinion on AFI contribution (.8) and exchange emails with B. O'Neill re same (.2); exchange emails with S. Zide re OID issues and potential JSN stip (.7).	5.70	4,246.50
10/20/13	LINTZ, EDWARD M	Team meeting with G. Horowitz and attorneys from Morrison Foerster, Pachulski, Curtis, and Kramer Levin re: progress of JSN Phase I trial.	0.90	445.50
10/20/13	MILLER, ASHLEY S	Research witness sequestration rule and prepare outline (3.9); review OID offering memoranda re: JSN issues for post-trial briefing (3.1).	7.00	4,270.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/20/13	HAMERMAN, NATAN	Review Taylor materials and exhibits for cross (3.0). Analyze Winn materials and exhibits for trial (3.0). Review (2.5) and revise (3.5) Taylor cross outline; Team meeting with G. Horowitz, C. Siegel, P. Farber, N. Foley, A. Goodman re: phase I trial (.9). Review Winn script and strategy (2.6).	15.50	12,012.50
10/20/13	ZIDE, STEPHEN	Review JSN filings in preparation of Siegert deposition (.8); email G. Horowitz and C. Siegel re same (.5); emails with J. Shifer re JSN documents (.2). Emails with D. Blabey re OID research (.1).	1.60	1,192.00
10/20/13	O'NEILL, P. BRADLEY	Review Finnerty deposition (1.6); Meet with J. Finnerty, G. Horowitz and P. Farber re: testimony prep for trial (3.7).	5.30	4,372.50
10/20/13	KAUP, ANASTASIA N	Research re: security interests issues (2.1); emails w/ D. Blabey, Y. Chernyak re: same (.1).	2.20	1,089.00
10/20/13	RINGER, RACHAEL L	E-mails with J. Shifer and S. Zide re: JSN documents (.3), additional e-mails with J. Shifer re: same (.2)	0.50	280.00
10/20/13	GOODMAN, ALISSA R.	Participate in team meeting re: Phase 1 with G. Horowitz, C. Siegel, N. Foley, N. Hamerman, P. Farber (.9); speak to C.Siegel re: cross examination outlines (.5); email with C. Siegel re: same (.4).	1.80	1,278.00
10/20/13	FARBER, PEGGY	Draft Siegert expert witness cross examination outlines (2.7); conduct relevant factual research and review of relevant documents for same (1.2), further revise same (1); TC with C. Siegel, J. Morris and R. Abdelhamid re: trial objections (.5); meet with J. Finnerty, B. O'Neill, G. Horowitz re: testimony prep (3.7), review examination outlines (.7); prepare for (.7) and attend team meeting with G. Horowitz, C. Siegel, N. Foley, N. Hamerman, A. Goodman (.9), edits to Siegert expert witness cross examination outline per comments from G. Horowitz (2.3)	13.70	10,206.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/20/13	HOROWITZ, GREGORY A.	Meeting with J. Finnerty, B. O'Neill, P. Farber re testimony prep (3.7); edits to Finnerty redirect outline (2.7), edits of Siegert cross outline (3.9), edits of Taylor cross outlines (3); meet with C. Siegel re: Siegert cross (.5); Phase 1 team trial meeting with C. Siegel, N. Foley, P. Farber, A. Goodman, N. Hamerman (.9); discussion with N. Foley re: admissions materials (.3).	15.00	13,425.00
10/20/13	SIKES, ALISON	Create Taylor Cross Examination binders for N. Hamerman	10.00	3,050.00
10/20/13	SIKES, ALISON	Create Siegert cross examination binders for C. Siegel	5.00	1,525.00
10/20/13	SIKES, ALISON	Stamp newly marked exhibits for court admission	2.00	610.00
10/20/13	SIEGEL, CRAIG L	Research (3.6) and write (3.2) portions of Siegert cross outline re: OID issues; research (3.9) and write (4.7) Fazio cross outline; TC with P. Farber, J. Morris, R. Abdelhamid re: trial objections (.5); prepare for and participate in meet and confer with JSNs (1.3); participate in meeting with G. Horowitz on Siegert cross (.5); participate in Phase 1 team trial meeting with G. Horowitz, P. Farber, N. Foley, N. Hamerman re: Phase I trial (.9).	18.60	14,415.00
10/20/13	PHILLIP, RENEE	Finalize list of plaintiffs' designations and counter-designations of deposition testimony (5.5), create index of Taylor cross materials and compile preliminary binder (3), compile (1.3) and finalize (.7) first Siegert cross materials binders.	10.50	3,202.50
10/20/13	FOLEY, NICOLE	Conduct legal research re: hearsay (5.2); prepare for (.3) and attend trial team meeting with G. Horowitz, C. Siegel, P. Farber, N. Hamerman, A. Goodman (.9); draft summary argument re: adoptive admissions (2.1); discussion w/ C. Siegel re: same (0.2); gather admissions materials for G. Horowitz (0.6); disc. w/ G. Horowitz re: same (0.3) conduct factual research re: Ocwen (0.9); e-mail N. Hamerman re: same (0.1)	10.60	6,943.00
10/20/13	CHERNYAK, YEKATERINA	Review portions of transcript relating to Ocwen APA sale (3.7); start research re: additional caselaw for allocation (6.1).	9.80	6,958.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/20/13	SHIFER, JOSEPH A	Research re JSN collateral releases (3.8), emails with N. Hamerman and M. Chass re same (.5)	4.30	2,988.50
10/20/13	CHASS, MARK	Review outline of proposed findings of fact and conclusions of law for Phase I (2.3), emails with D. Blabey re equities of the case (.2)	2.50	1,937.50
10/20/13	ECKSTEIN, KENNETH H.	Attend portion of meeting with G. Horowitz re: prep for trial testimony of Finnarty (3.5); review witness declaration, expert reports, other materials (.8).	4.30	4,257.00
10/21/13	ZIEGLER, MATTHEW C	Research re: OID issues for JSN litigation (1.8); discuss OID issue w/ D. Blabey (0.2).	2.00	1,120.00
10/21/13	LINTZ, EDWARD M	Trial team meeting with G. Horowitz and attorneys from Curtis and Kramer Levin to discuss cross examination outlines and research needed (1.7); review documents relating to Fazio cross examination to draft bullets in cross examination outline (5.8)	7.50	3,712.50
10/21/13	KAUP, ANASTASIA N	Research re: security interests/issues for JSN liens/claims (6.3); emails w/ D. Blabey, Y. Chernyak re: same (.3).	6.60	3,267.00
10/21/13	BLABEY, DAVID E	Draft proposed conclusions of law dealing with AFI Contribution portion of Phase I (8.6); discuss OID research with M. Ziegler (.2); participate in part of call with B. O'Neill and MoFo re JSN expert reports (.2), correspond with N. Allard re: cash collateral issues (.5).	9.50	7,077.50
10/21/13	ALLARD, NATHANIEL	Prepare for JSN trial (.2); correspond w/ E. Lintz, R. Phillip, S. Zide, C. Siegel, J. Shifer re: documents for JSN trial (.8) and research re: same (.4); research cash collateral issues (.7) and correspond w/ D. Blabey, J. Shifer re: same (.2).	2.30	977.50
10/21/13	SHIFER, JOSEPH A	Research re collateral releases (4.6), emails with N. Hamerman, M. Chass, and S. Zide re same (.5)	5.10	3,544.50
10/21/13	ECKSTEIN, KENNETH H.	Call with G. Uzzi re stip issues (.5), c/w S. Zide re recovery analysis (.3); attend portion of meeting with G. Horowitz and S. Zide re: trial developments (.3).	1.10	1,089.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/21/13	MILLER, ASHLEY S	Research witness sequestration rule (3); write outline on witness sequestration rule (3); coordinate ensuring materials are available to trial team (2.1); draft summary of court proceedings for Committee members and KL team (4)	12.10	7,381.00
10/21/13	ZIDE, STEPHEN	Discussions with J. Shifer re 5G dispute (.5) and email C. Siegel re same (.2). Prepare deck with AlixPartners on JSN recovery scenarios (1); speak with K. Eckstein re same (.3). Review summary of hearing and email R. Ringer re same (.3).	2.30	1,713.50
10/21/13	HAMERMAN, NATAN	Review Taylor cross (3.7); revise same (3.0); continue revising same (2.4) Review Siegert deposition prep materials (outline/exhibits) (1.5). Review of Collateral tracking issues (2.5). Attend team meeting re: JSN trial and outstanding research issues (1.7), prepare for same (.2).	15.00	11,625.00
10/21/13	BENTLEY, PHILIP	Conference calls with MoFo, C. Shore re Winn testimony and JSN trial.	0.70	626.50
10/21/13	O'NEILL, P. BRADLEY	Preparation for Finnerty cross (1.5); CF G. Horowitz re: status of same (.2).	1.70	1,402.50
10/21/13	FARBER, PEGGY	Review relevant produced documents re: relevance to cross examination of JSN witnesses in Phase I trial (4.4), draft expert witness cross examination outlines re: same (5.3), revise same (2.1), e-mails with G. Horowitz, C. Siegel, N. Hamerman and JSN litigation team re: same (1.6).	13.40	9,983.00
10/21/13	RINGER, RACHAEL L	E-mails with S. Zide re: JSN-related documents (.2), e-mails with D. Blabey and J. Shifer re: post-trial briefing information (.3), e-mails with E. Lintz re: information for cross examination (.4)	0.90	504.00
10/21/13	HOROWITZ, GREGORY A.	Prepare for trial (1.8); meet with B. O'Neill, D. Mannal, S. Zide re trial developments (.7); meet with K. Eckstein and S. Zide re same (.6); team correspondence re Winn issues, stipulations (.4); teleconference J. Levitt, D. Baumstein re same (.8); continue revisions to crosses (3.2).	7.50	6,712.50
10/21/13	SIKES, ALISON	Create Fazio cross binders for P. Farber (4.5) and Taylor cross binder for N. Hamerman (5.0)	9.50	2,897.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/21/13	SIEGEL, CRAIG L	Research (5) and draft (4.9) Fazio cross outline; continue drafting same (2); prepare Fazio cross binders (4.4); TC with A. Goodman to coordinate Fazio cross research (1.1); prepare for and participate in trial team meeting re: next steps and outstanding research issues for trial (1.7), prepare for same (.2).	19.30	14,957.50
10/21/13	PHILLIP, RENEE	Organize electronic files related to exhibits folder to include all newly stamped plaintiffs' exhibits (.5), compile documents for use as exhibits during Taylor and Fazio crosses (4.0) and compile unmarked documents to be stamped (4.0), create page/line citation list for JSNs' designations and counter-designations of deposition transcripts (2), compile (1.3) and quality check (2.2) Fazio cross materials binders.	14.00	4,270.00
10/21/13	GOODMAN, ALISSA R.	Review testimony to draft portion of Fazio cross outline (4.0), review same (1.9); speak to C. Siegel re: same (1.1); speak to J. Shifer re: same (.2); continue drafting Fazio cross outline (4.0) review Fazio outline (1.6); review Centerview summary (.4).	13.20	9,372.00
10/21/13	FOLEY, NICOLE	E-mail N. Hamerman re: Ocwen/Walter (0.1); E-mail N. Hamerman re: Taylor background materials (0.1); review issues re: continuing JSN Phase I trial preparation (4.2); e-mail B. O'Neill re: transcripts (0.1); analysis of valuation research (2.8); exchange multiple e-mails w/ A. Sikes & R. Phillip re: cross binders (0.3); review technology issues (1.3); locate facts for Fazio outline (0.3); e-mail C. Siegel re: same (0.1); quality check Fazio and Taylor cross binders (4.7) edits to Taylor cross outline (2.7); disc. re: same w/ N. Hamerman (0.1); edits to Fazio cross outline (3.4); tab and highlight Taylor cross binder for G. Horowitz (3.1).	23.30	15,261.50
10/21/13	STACKPOOLE, ANNE	Organize exhibits in preparation for cross-examination of witness Taylor, Fazio and Siegert (1.8); revise cross-examination outlines in preparation for same (1.0).	2.80	854.00
10/21/13	CHERNYAK, YEKATERINA	Review portions of JSN Phase I in preparation for post-trial transcripts brief (2.1).	2.10	1,491.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/21/13	CHASS, MARK	Emails with D. Blabey, S. Zide, J. Shifer re equities of the case (.4), review DIP order, transcript re same (.7), emails with J. Shifer re scope of "Collateral" under section 5(g) of DIP (.2), review DIP re same (.4); correspondence with J. Shifer re origination of Ally LOC, bilateral facilities (.5).	2.20	1,705.00
10/21/13	ECKSTEIN, KENNETH H.	Call M. Sonkin re update on JSN trial (.8); call P. McElvain re: same(.5).	1.30	1,287.00
10/21/13	ZIDE, STEPHEN	Follow up discussions with G. Horowitz and K. Eckstein re Finnerty and Siegert testimony (1).	1.00	745.00
10/22/13	SHIFER, JOSEPH A	Research re collateral releases (2.6), correspond with S. Zide and G. Horowitz re same (.8), correspondence with A. Goodman and E. Lintz re cross examination prep. (.7) and related research (.6), emails with D. Blabey re 552 research (.3), confs with M. Chass re collateral releases (.3), emails with R. Schrock and N. Ornstein re paydown (.1), conf with S. Zide, D. Blabey re: post trial brief (.2)	5.60	3,892.00
10/22/13	KAUP, ANASTASIA N	Legal research re: asset valuation issues (5.8); emails w/ D. Blabey, Y. Chernyak re: same (.2); T/C w/ Y. Chernyak re: same (.1); research re: evidentiary issues (2.4); emails w/ B. O'Neill re: same (.1).	8.60	4,257.00
10/22/13	ALLARD, NATHANIEL	Prepare for JSN trial (.2), correspond with litigation team re: related issues and documents (.4).	0.60	255.00
10/22/13	BESSNER, DEBORAH	Prepare to file (1) and file (.3) and serve (.5) the Debtor and UCC response to the JSN submission.	1.80	531.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/22/13	BLABEY, DAVID E	Listen to oral argument re Winn testimony (.3); call with Mofo and P. Bentley, P. Farber and K. Eckstein re response to JSN pleading on Winn (.3); further discussions re same with P. Bentley (.2) and edit same (.2); review transcripts in connection with preparation of proposed findings and conclusions for Phase I trial (4.7); discuss brief with Y. Chernyak (.2); draft OID legal argument for post-trial brief (2); review Siegert testimony for same (2) and draft OID findings of fact (3.3); attend JSN team meeting re: next steps and trial issues (1); discuss post trial briefing with S. Zide and J. Shifer (.1).	14.30	10,653.50
10/22/13	MILLER, ASHLEY S	Edit witness cross examination outline for E. Siegert (3.9); further edit witness cross examination outline for E. Siegert (1.4); prepare witness cross examination materials for J. Taylor (3)	8.30	5,063.00
10/22/13	ZIEGLER, MATTHEW C	Research re: OID legal issues (3.5), draft summary of same (3.0).	6.50	3,640.00
10/22/13	O'NEILL, P. BRADLEY	Emails with G. Horowitz, C. Siegel, D. Blabey re: post-hearing schedule; correspondence with G. Horowitz re: status of same.	0.50	412.50
10/22/13	HAMERMAN, NATAN	Continue revising Siegert outline re: OID issues, analysis, methodology issues (7.0). Edit Taylor outline re: same (4.5). Analyze collateral tracking (2.0). meeting with common interest lawyers, G. Horowitz, P. Farber, C. Siegel, K. Eckstein, others re upcoming cross examinations (1.5); attend team meeting re: Phase I trial (1).	16.00	12,400.00
10/22/13	ZIDE, STEPHEN	Follow up emails with N. Hamerman, J. Shifer and D. Blabey and N. Allard re JSN issues (.5); follow up discussions with P. Bentley and K. Eckstein re same and responsive pleading (.9). Discuss post trial briefing issues with D. Blabey and J. Shifer (.2). Meet with K. Eckstein and G. Horowitz re preparation of Siegert cross (.7).	2.30	1,713.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/22/13	BENTLEY, PHILIP	Extensive edits to brief re exclusion of Winn testimony and on related expense allocation issues (7.8); prep for possible oral arg. on Winn motion (0.8); calls w/ MoFo, P. Farber, K. Eckstein and D. Blabey(0.3), MoFo (0.4) and M. McPherson (0.6) all re same; e-mails with same re trial issues (0.4); discussion with D. Blabey re: response to JSN pleading on Winn (.2); discussions with S. Zide and K. Eckstein re: Winn testimony (.9).	11.40	10,203.00
10/22/13	ECKSTEIN, KENNETH H.	Meet at KL w/ G. Horowitz, P. Farber and N. Hamerman to prep for Siegert, Taylor issues, upcoming cross examinations (1.5); discussion with S. Zide and P. Bentley re: Winn testimony (.9); meet with G. Horowitz and S. Zide re: Siegert cross (.7); review pleadings re Winn report (.9); call with MoFo, P. Farber, P. Bentley and D. Blabey re: Winn testimony(.3).	4.30	4,257.00
10/22/13	LINTZ, EDWARD M	Draft and circulate review summary of trial (1.6); cite and fact check evidence in cross examination outlines and prepare exhibit binders for trial (4.8).	6.40	3,168.00
10/22/13	FARBER, PEGGY	Correspondence to P. Bentley, D. Blabey, G. Horowitz, N. Hamerman re responding to questions raised during oral argument at trial (.5); follow-up emails outlining issues to be briefed (1.7); follow up conference call with MoFo lawyers, P. Bentley, K. Eckstein, D. Blabey (.3); discussion with outside counsel re trial testimony (.3); meeting with common interest lawyers, G. Horowitz, N. Hamerman, C. Siegel, K. Eckstein, others re upcoming cross examinations (1.5); continue revising cross examination outlines (10.3)	14.60	10,877.00
10/22/13	HOROWITZ, GREGORY A.	Prepare for trial (1.0); review relevant exhibits re: re Siegert cross and related trial issues (2.5); continue revising Siegert cross (1.8) and Taylor cross (1.0) for trial; meet with S. Zide and K. Eckstein re: Siegert cross (.7); meeting with common interest lawyers, P. Farber, N. Hamerman, C. Siegel, K. Eckstein re upcoming cross examinations (1.5).	8.50	7,607.50
10/22/13	CIPOLLA, SANTO A.	Assist A. Sikes and R. Phillips with Cross Examination binders for Court session (3.0).	3.00	915.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/22/13	SIKES, ALISON	Create Taylor cross binders for N. Hamerman (3.0) and Siegert valuation binders for C. Siegel (4.5)	7.50	2,287.50
10/22/13	SIEGEL, CRAIG L	Research (4.2) and draft (5.0) Siegert cross; prepare for and participate in team meeting re: open issues with JSN trial and research re: same (1.0); prepare Siegert cross materials (3.6); meeting with common interest lawyers, G. Horowitz, N. Hamerman, P. Farber, K. Eckstein, others re upcoming cross examinations (1.5).	15.30	11,857.50
10/22/13	PHILLIP, RENEE	Retrieve documents for use as exhibits during 3rd Siegert cross and have unmarked documents stamped (3.5), assemble binders of 3rd Siegert cross materials (3.2) and check for inaccuracies (.8).	7.50	2,287.50
10/22/13	GOODMAN, ALISSA R.	Conduct research for Fazio cross examination (1.0); speak to C. Siegel re: same (.5); speak to N. Hamerman re: same (.1); review e-mail with N. Hamerman re: same (.2) attend small team meeting (.9); prepare for (.5) and attend large team meeting (1.0); revise Siegert cross outline (2.7); speak to N. Hamerman and K. Chopra (.4).	7.30	5,183.00
10/22/13	STACKPOOLE, ANNE	Organization of exhibits in preparation for the cross examination of witness Taylor.	3.50	1,067.50
10/22/13	FOLEY, NICOLE	Review discovery issues for trial (0.4); edits to Fazio cross outline (0.9); highlight and tab Fazio cross binder for G. Horowitz (1.0); edits to Winn Stipulation Rider (0.5); e-mail J. Morris re: same (0.1); attend trial team meeting (1); analysis of Taylor exhibits for excerpts (1.3); edits to Taylor cross outline (0.8); e-mail G. Horowitz & N. Hamerman re: same (0.1); highlight Taylor outline for G. Horowitz (0.6); oversee changes to Taylor cross binders (1.5); oversee preparation of Siegert cross binders (2.2).	10.40	6,812.00
10/22/13	CHERNYAK, YEKATERINA	Review transcripts from JSN Phase I trial in preparation for post-trial brief/FOF (4.5).	4.50	3,195.00
10/23/13	SHIFER, JOSEPH A	Emails with N. Ornstein re paydown (.2), correspondence with R. Ringer and P. Farber re cross exam prep (.8), emails with E. Lintz re same (.2)	1.20	834.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/23/13	CIPOLLA, SANTO A.	Conference with P. Farber regarding obtaining full copies of plaintiff's exhibits for trials (.3); compile plaintiff's exhibits for same (1.7); organize same for trial (1.3).	3.30	1,006.50
10/23/13	KAUP, ANASTASIA N	Draft memo re: evidentiary issues for JSN trial (4.2); research re: same (2.4), continue drafting memo re: same (4.0).	10.60	5,247.00
10/23/13	BLABEY, DAVID E	Draft findings of fact re OID issues (3.6); discuss findings with Y. Chernyak (.2); discuss Phase II issues with B. O'Neill (.2); listen to Siegert testimony and closing remarks for post-trial briefing (1.5); discuss same with Y. Chernyak (.5) and correspond re: same with B. O'Neill, Y. Chernyak, and K. Eckstein (.5); draft conclusions of law on burden of proof and OID (5.3).	11.80	8,791.00
10/23/13	HAMERMAN, NATAN	Continue prep for Siegert cross examination (3.0). Continue Taylor preparation (.7). Team meeting re: Judge Glenn closing remarks comments (1.0).	4.70	3,642.50
10/23/13	BENTLEY, PHILIP	Prep for potential Winn argument (0.5); e-mails with N. Hamerman re motion to exclude deposition designations and other trial issues (0.6)	1.10	984.50
10/23/13	MILLER, ASHLEY S	Prepare witness cross examination materials for Siegert (4.3); organize relevant materials for JSN trial (3).	7.30	4,453.00
10/23/13	LINTZ, EDWARD M	Draft and circulate review summary of trial (2.8)	2.80	1,386.00
10/23/13	GUCCION, MARY K	Review M. Chass revisions to impairment memo.	0.40	224.00
10/23/13	FARBER, PEGGY	Review exhibits for witnesses for JSN litigation (2.3); draft (1.0) and circulate (.3) summary of judge's comments.	3.60	2,682.00
10/23/13	HOROWITZ, GREGORY A.	Prepare presentation for closing remarks in Phase I trial (1.8); post-trial meeting with K. Eckstein re Judge Glenn comments (1.5)	3.30	2,953.50
10/23/13	BESSNER, DEBORAH	Compile cases for Y. Chernyak re: JSN issues.	0.30	88.50
10/23/13	SIKES, ALISON	Correspond with A. Miller re trial issues and logistics	0.80	244.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/23/13	SIEGEL, CRAIG L	Research (.8) and continue drafting (1.3) Siegert cross outline; participate in portion of JSN Phase I trial (5.0).; team meeting re: Judge Glenn comments (1).	8.10	6,277.50
10/23/13	GOODMAN, ALISSA R.	Review e-mail re: JSN Phase I trial (.2); speak to C. Siegel re: cross examination outlines (.1); email with A. Miller, C. Siegel and P. Farber re: trial preparation (.2).	0.50	355.00
10/23/13	PHILLIP, RENEE	Assist attorneys with preparation of documents, binders, exhibits and relevant pleadings for JSN trial.	1.20	366.00
10/23/13	CHERNYAK, YEKATERINA	Begin drafting FOF and create outline of portion of the brief (2.8); discuss findings of fact with D. Blabey (.2); discuss closing remarks with D. Blabey (.5).	3.50	2,485.00
10/23/13	CHASS, MARK	Review email corr re request to introduce email re lien investigation into evidence and email corr C. Siegel re same (.6), email corr with D. Blabey, C. Siegel re intercompany claims, general intangibles, collateral issues re same (.7)	1.30	1,007.50
10/23/13	ECKSTEIN, KENNETH H.	Conf w/ G. Uzzi re: JSN litigation(.7); call with M. Sonkin re JSN issues (.7); attend meeting with G. Horowitz re post trial brief and court issues (1.5); correspond with D. Blabey re briefing and issues (.7).	3.60	3,564.00
10/23/13	TRACHTMAN, JEFFREY S.	Edit draft preliminary statement of post-trial submission for JSN Phase I trial (3.5).	3.50	3,237.50
10/24/13	SIEGEL, CRAIG L	Telephone call with D. Blabey, N. Hamerman, A. Goodman, P. Farber, Y. Chernyak re: findings of fact.	1.00	775.00
10/24/13	LINTZ, EDWARD M	Draft Brief re: Objections to Designations in Ruhlin and Horner Deposition transcripts (4.2) create three exhibits for same (3.0); discuss objection to Ruhlin and Horner deposition designations with P. Bentley (.4).	7.60	3,762.00
10/24/13	MILLER, ASHLEY S	Emails with MoFo, A. Sikes regarding post-trial issues (2);organize all materials, binders, exhibits, and documents re: same (3).	5.00	3,050.00
10/24/13	KAUP, ANASTASIA N	Draft/revise memo re: evidentiary issues at JSN trial (6.9); continue legal research re: same (3.3); emails w/ B. O'Neill re: same (.1).	10.30	5,098.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/24/13	FARBER, PEGGY	Conference call re Findings of Fact w/ N. Hamerman, D. Blabey, C. Siegel, A. Goodman, Y. Chernyak (1); draft and revise sections of Findings of Fact re: JSN liens and collateral issues (5.4)	6.40	4,768.00
10/24/13	ZIEGLER, MATTHEW C	Review additional caselaw re: debt-for-debt exchanges (1.2).	1.20	672.00
10/24/13	ECKSTEIN, KENNETH H.	Review Lyons report re AFI settlement (1.0) correspond with N. Simon re same (.5); confer with G. Horowitz re: letter to Judge Glenn (.5); t/c with J. Dubel re: same (.3), call with K. Handley re :same (.7).	3.00	2,970.00
10/24/13	BENTLEY, PHILIP	Discs with G. Horowitz, N. Hamerman re: expense issues (.6), Correspond with G. Horowitz, N. Hamerman, D. Blabey and C. Siegel re proposed findings and expense allocation issues (.4), and revise same (0.7); discs with E. Lintz re objection to Ruhlin and Horner depo designations (0.4), and review same (0.3); discussion with D. Blabey re: proposed findings of fact (.4).	2.80	2,506.00
10/24/13	BESSNER, DEBORAH	Compile binder for Y. Chernyak re tax allocation documents (1.5).	1.50	442.50
10/24/13	BESSNER, DEBORAH	Circulate hearing transcripts re JSN trial.	0.20	59.00
10/24/13	O'NEILL, P. BRADLEY	Emails re: letter to court re: reconsideration (.2); review letter (.2).	0.40	330.00
10/24/13	HOROWITZ, GREGORY A.	Meet with K. Eckstein re post-trial tasks (1.0); meet with P. Bentley, N. Hamerman re expense issues (.6); teleconference J. Levitt re letter to Judge Glenn (.4); confer with K. Eckstein re same (.5); review letter to Judge Glenn (.4).	2.90	2,595.50
10/24/13	SIEGEL, CRAIG L	Analyze trial transcripts for FOF (1.1); analyze Winn briefs (.3)	1.40	1,085.00
10/24/13	HAMERMAN, NATAN	Edit proposed findings of fact re: witness issues and testimony (1.1); continue drafting motion in limine (1.3); edit transcript binder (1.0); review exhibit organization (1.0); call with D. Blabey, C. Siegel, A. Goodman, P. Farber, Y. Chernyak re: findings of fact (1); meet with G. Horowitz and P. Bentley re: expense issues (.6).	6.00	4,650.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/24/13	ZIDE, STEPHEN	Emails with D. Blabey and B. O'Neill re JSN litigation (.2). Revise brief in phase 1 for adequate protection (.7).	0.90	670.50
10/24/13	GOODMAN, ALISSA R.	Speak to N. Hamerman re: JSN trial issues (.1); review e-mail re: same (.2); participate in conference call with D. Blabey, C. Siegel, N. Hamerman, P. Farber and Y. Chernyak regarding post-trial briefing (1.0); review testimony and draft part of findings of fact (5.5); attend team meeting re: same (1.0).	7.80	5,538.00
10/24/13	PHILLIP, RENEE	Compile binders of trial transcripts per attorney request (1), create excerpts of Horner and Ruhlin designated transcripts for use as exhibits (1.2).	2.20	671.00
10/24/13	FOLEY, NICOLE	E-mails w/ N. Hamerman re: admitted exhibits (0.1); e-mails w/ E. Tobin re: same (0.1)	0.20	131.00
10/24/13	BLABEY, DAVID E	Review JSN and UST objections to plan and emails to B. O'Neill re same (1.3); call with N. Hamerman, C. Siegel, A. Goodman, P. Farber and Y. Chernyak re proposed findings of fact (1); discuss findings with P. Bentley (.4) and with Y. Chernyak (.3); draft adequate protection section of post-trial brief (4.5).	7.50	5,587.50
10/24/13	CHERNYAK, YEKATERINA	Review transcripts for Taylor's and Fazio's testimony (3.9); review expert reports re: same (2.7) and draft relevant points re: same for the post-trial brief (3.2) and proposed FOF (1.0); call with D. Blabey, N. Hamerman, A. Goodman, P. Farber, C. Siegel re: findings of fact.(1); discuss same with D. Blabey (.3).	12.10	8,591.00
10/24/13	SHIFER, JOSEPH A	Research re JSN collateral claims (2.1), emails with S. Zide re same (.3)	2.40	1,668.00
10/24/13	CHASS, MARK	Review emails re post-trial briefing, issues to address, valuation.	0.60	465.00
10/24/13	TRACHTMAN, JEFFREY S.	Edit post-trial submission preliminary statement and adequate protection sections (1.7); correspondence with D. Eggermann, D. Blabey, A. Dove, N. Simon re: post-trial submissions (1.5).	3.20	2,960.00
10/25/13	LINTZ, EDWARD M	Draft Brief re: Objections to Designations in Ruhlin and Horner Deposition transcripts (3) and edit three exhibits re: same (3.5); email Brief to P. Bentley for review (1); circulate to J. Levitt and team members for review (.3).	7.80	3,861.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/25/13	BLABEY, DAVID E	Draft post trial brief re: adequate protection issues from Phase I (3.6); discussions with Y. Chernyak (.6) and G. Horowitz (.2) and N. Hamerman and C. Siegel (.2) re same; confer with J. Shifer re: same (.4).	5.00	3,725.00
10/25/13	FARBER, PEGGY	Analyze (.5) and summarize (.7) court's comments re Findings of Fact; draft portions of Findings of Fact re; same(5.7); supervise paralegals in compiling electronic folder of admitted exhibits (.3); review depo transcript re: untimely request by adversaries' counsel, and consult with R. Abdelhamid re same (.6).	7.80	5,811.00
10/25/13	BENTLEY, PHILIP	Review e-mails from D. Blabey re post-trial issues	0.20	179.00
10/25/13	SIEGEL, CRAIG L	Conference call with G. Horowitz and N. Hamerman re: findings of fact and expert valuations (1.5); analyze experts' trial testimony for findings of fact (1.8); analyze (.5) and revise (.6) draft Phase 2 pretrial and trial calendar and email revisions and comments to B. O'Neill.	4.40	3,410.00
10/25/13	HAMERMAN, NATAN	Continue revising proposed findings of fact re: expert witness issues from Phase I (4.0); review same (.8); call with G. Horowitz and D. Blabey re expert sections of same (1.5); confer with C. Siegel and D. Blabey re proposed findings of fact (.2); confer with Y. Chernyak re experts (.5).	7.00	5,425.00
10/25/13	SIKES, ALISON	Continue organizing binders re: JSN testimony and exhibits for Phase I JSN trial.	4.00	1,220.00
10/25/13	SIKES, ALISON	Assist P. Farber with organizing admitted exhibits from JSN trial.	1.80	549.00
10/25/13	HOROWITZ, GREGORY A.	Meeting w/ N. Hamerman, C. Siegel re PFOF (1.5); confer Y. Chernyak re goodwill (.5); confer D. Blabey re drafting of post-trial brief (.2); review cases (1.1).	3.30	2,953.50
10/25/13	GOODMAN, ALISSA R.	Draft part of findings of fact re: Farley testimony at Phase I trial.	2.40	1,704.00
10/25/13	FOLEY, NICOLE	Review final admitted exhibits lists from E. Tobin (0.5); e-mails w/ P. Farber, A. Sikes, R. Phillip re: same (0.1).	0.60	393.00
10/25/13	MILLER, ASHLEY S	Conduct legal research for post-trial briefing re: JSN arguments raised at Phase I trial.	4.00	2,440.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/25/13	CHERNYAK, YEKATERINA	Continue draft portions of brief (4.4) and FOF (4.2) relating to Taylor, Fazio testimony re: allocation; discussions with G. Horowitz re: goodwill issue (.5); discussions with D. Blabey re: post trial brief (.6)	9.70	6,887.00
10/25/13	SHIFER, JOSEPH A	Confs with D. Blabey re post trial brief (.4), legal research re same (1.3).	1.70	1,181.50
10/25/13	ECKSTEIN, KENNETH H.	Call with Judge Peck re: update on JSN mediation (.5).	0.50	495.00
10/25/13	ECKSTEIN, KENNETH H.	Conf call with MoFo re expert reports (1.5).	1.50	1,485.00
10/25/13	ECKSTEIN, KENNETH H.	Review Bingham report, FTI and AlixPartners response, issues re intercompany claims (1.6); call with AlixPartners team re: same (.7), call with L. Donohue re: same (.3); review Lyons report (1.2).	3.80	3,762.00
10/26/13	BLABEY, DAVID E	Research re goodwill and intangibles for post-trial brief (2.5); draft sections of post-trial brief re: same (3.7), draft sections of proposed findings re: same (3.8) incorporate edits from MoFo and KL team re: same (1.2); numerous correspondence with Y. Chernyak re same (1), correspondence with J. Shifer re: same (.3).	12.50	9,312.50
10/26/13	SHIFER, JOSEPH A	Emails with D. Blabey re post trial brief (.3), research re cash collateral stipulations (2.6), revise post-trial brief re: same (2.5)	5.40	3,753.00
10/27/13	BLABEY, DAVID E	Incorporate comments from MoFo, KL team (K. Eckstein, G. Horowitz), Pachulski, and Curtis to the post-trial brief (2.0) and proposed findings of fact (2.0); research on 552 and intangible collateral issues re: same (2.8), e-mails with P. Bentley re: post-trial issues (.2).	7.00	5,215.00
10/27/13	ECKSTEIN, KENNETH H.	Review draft findings of fact in brief re Phase 1 (1.3), comment re same (1.2), review expert reports re: same (1.0)	3.50	3,465.00
10/27/13	BENTLEY, PHILIP	E-mails with D. Blabey re post-trial issues	0.20	179.00
10/27/13	SHIFER, JOSEPH A	Research re collateral releases (1.2), revise post-trial brief re collateral releases (4.6)	5.80	4,031.00
10/27/13	SIEGEL, CRAIG L	Analyze Siegert trial transcript and sworn statement re: cash collateral order (2.2); research (1.6) and draft (2.0) portions of FoF re: cash collateral order and Siegert's testimony; draft outline of valuation expert FoF (1.3).	7.10	5,502.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/27/13	HAMERMAN, NATAN	Draft release and CFDR sections of proposed findings of fact (4.0). Draft expert sections of proposed findings of fact (4.0).	8.00	6,200.00
10/27/13	HOROWITZ, GREGORY A.	Review initial drafts of brief and PFOF (2.0), edits to same (1.5)	3.50	3,132.50
10/27/13	GOODMAN, ALISSA R.	Review findings of fact (.3); review e-mail from D. Blabey re: same (.1).	0.40	284.00
10/27/13	CHERNYAK, YEKATERINA	Draft portions of FOF re: testimony at JSN trial (4.2) and revising same (2.0) per comments from D. Blabey; drafting (1.6) and revising (2.6) APA allocation portions of brief.	10.40	7,384.00
10/27/13	CHASS, MARK	Review conclusions of law and findings of fact for JSN litigation (2.0) and mark up same (1.8)	3.80	2,945.00
10/27/13	FARBER, PEGGY	Review draft FoF for JSN litigation (1.0) provide comments to drafting team re: same (1.6).	2.60	1,937.00
10/28/13	LINTZ, EDWARD M	Finalize and File Memorandum in Response to the JSNs' Designation of Deposition Testimony of Joseph Ruhlin and Jill Horner Concerning Administrative Expense Allocation (1.3); legal research in support of Post-Trial Brief (4.8)	6.10	3,019.50
10/28/13	BESSNER, DEBORAH	Prepare for filing (1.2), file (.5) and serve (.2) re Plaintiffs brief re JSN designation depositions.	1.90	560.50
10/28/13	BESSNER, DEBORAH	Compile all of the Committee's filings re: JSN litigation for S. Zide.	2.00	590.00
10/28/13	BLABEY, DAVID E	Edit allocation section of post-trial brief (1.8); discuss edits with J. Trachtman (.2), G. Horowitz (.2), Y. Chernyak (.2); C. Siegel (.2); meeting at Mofo re post-trial brief edits (3); extensive edits to brief incorporating comments from meeting re: same (7.5); discuss edits to same with S. Zide (1); discuss edits to same with Y. Chernyak (.4).	14.50	10,802.50
10/28/13	GRIBBON, SARA B	E-mails with D. Blabey and team re research assignment for post-trial brief (.2); review case law re same (.9)	1.10	467.50
10/28/13	SHIFER, JOSEPH A	Review revised post-trial brief re: cash collateral issues (.7)	0.70	486.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/28/13	SIEGEL, CRAIG L	Participate in part of the meeting at MoFo with Debtor and UCC counsel to review and edit Fof/CoL and post-trial brief (1.7); analyze Siegert trial transcript and draft FoF (3.4); analyze Siegert and Fazio expert reports and statements for draft FoF (3.9).	9.00	6,975.00
10/28/13	ZIDE, STEPHEN	Review and comment on post-trial briefing for phase I (1.5); discuss same with D. Blabey (1); email with G. Horowitz re same (.3).	2.80	2,086.00
10/28/13	HAMERMAN, NATAN	Continue revising proposed findings of fact re: expert testimony issues (4.5); attend strategy meeting at MoFo re revisions to proposed findings of fact and brief (3.0).	7.50	5,812.50
10/28/13	BENTLEY, PHILIP	Review draft proposed findings and conclusions.	0.50	447.50
10/28/13	ECKSTEIN, KENNETH H.	Extensive review of issues related to Phase 1 and confirmation (1); meet at MoFo to prep L. Kruger deposition (2) review brief and findings of fact for Phase 1 (1.2) and correspond with G. Horowitz, B. O'Neill, S. Zide re: Phase II (.8); meet with MoFo to review FTI intercompany claims report (1.8); discussions re AlixPartners report (1.2); comment on revised draft of post-trial brief for phase I (1.4).	9.40	9,306.00
10/28/13	HOROWITZ, GREGORY A.	Meeting at MoFo re post-trial papers (findings of fact and post-trial brief) (3.0); edit proposed findings of fact and conclusions of law re: same (3.9); review Horner/Ruhlin submission (.3) correspond with B. O'Neill, K. Eckstein, S. Zide re Phase II in limine (.8)	8.00	7,160.00
10/28/13	GOODMAN, ALISSA R.	Review findings of fact (1.0); prepare for (.5) and attend team meeting at MoFo re: same and re: post-trial brief (3.0); review designations for findings of fact (2.3); review court filings regarding designations (.5).	7.30	5,183.00
10/28/13	CHOUPROUTA, ANDREA	Assist w/ final filing preparation for response to JSNs designations for Ruhlin and Horner.	0.80	256.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/28/13	CHERNYAK, YEKATERINA	Draft FOF relating to asset sales (4.1); review designations relating to Ocwen and Berkshire sales (6.2); call with J. Levitt and T. Goren (MoFo) re: post trial submissions (1.0); update full draft of FOF after reviewing portions of trial transcript and other records (5.1); discussion with D. Blabey re: edits to post-trial brief (.4).	16.80	11,928.00
10/28/13	CHASS, MARK	Emails with D. Blabey re findings of fact (.3), review FOF to mark up same (1.6), correspond with KL, MoFo teams re FOF, COL (1.0), comment on same (1.8), emails with Y. Chernyak, J. Amster re same (.4), correspond with D. Blabey re same (.6)	5.70	4,417.50
10/28/13	FARBER, PEGGY	Review new version of findings of fact (1.3); analyze brief to prepare for meeting (2.3); attend meeting at MoFo re post trial submissions (3); analyze case law for section of brief (1.6); revise section of brief per G. Horowitz comments (.5); find record support for section of findings of fact (.6); draft section of findings of fact (.6)	9.90	7,375.50
10/29/13	KAUP, ANASTASIA N	Research re: adequate protection and valuation issues (3.5); emails w/ D. Blabey re: same (.2).	3.70	1,831.50
10/29/13	BESSNER, DEBORAH	Organize the Committee and Debtors' response to JSN designations filing.	0.40	118.00
10/29/13	GRIBBON, SARA B	Legal research for JSN post-trial brief re: section 552 issues (5.3); draft summary of same (1.1); follow-up with D. Blabey re same (.2)	6.60	2,805.00
10/29/13	ALLARD, NATHANIEL	Correspond w/ A. Kaup re: legal research for JSN adversary proceeding re: collateral valuation (.3).	0.30	127.50
10/29/13	BLABEY, DAVID E	Call with C. Siegel re Berkshire sale (.2); emails re: JSN Phase II objection with D. Eggermann (.2); discuss post-trial brief with Y. Chernyak (.5) and S. Zide (.2); edit findings of fact re: comments from same (3); further edits to post trial brief re: comments from KL team (1.5).	5.60	4,172.00
10/29/13	ZIDE, STEPHEN	Review (.5) and comment (.7) on phase 1 legal issues; speak with D. Blabey re same (.2); emails with Y. Chernyak, G. Horowitz and D. Blabey re same (.4).	1.80	1,341.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/29/13	HAMERMAN, NATAN	Revise proposed findings of fact re: witness testimony and related issues (5.5). Numerous correspondence with A. Goodman, C. Siegel, D. Blabey and Y. Chernyak re same (3.0).	8.50	6,587.50
10/29/13	LINTZ, EDWARD M	Legal research on court's obligations re: a failure of proof in support of Post-Trial Brief	3.50	1,732.50
10/29/13	ECKSTEIN, KENNETH H.	Review post trial brief (.7) and comment on same (.6); review expert reports (1.0) and comment on expert reports (.7).	3.00	2,970.00
10/29/13	HOROWITZ, GREGORY A.	Revise full draft of proposed findings of fact for Phase I litigation (5.2) and revise full draft of post-trial brief (4.3); teleconference J. Trachtman re preliminary statement (.4).	9.90	8,860.50
10/29/13	SIEGEL, CRAIG L	TC with P. Fitzgerald (US Legal) re: hyperlinked briefs (.2); analyze Fazio and Siegert and Levine trial transcripts (5.1); research (3.4) and draft (3.0) findings of fact re: same. TC with A. Goodman re: coordinating revisions to FOF (.2); call with D. Blabey re: Berkshire sale (.2).	12.10	9,377.50
10/29/13	GOODMAN, ALISSA R.	Review deposition designations for finds of fact (.6); edit portions of the findings of fact re: witness testimony issues (7.6); speak to R. Abdelhamid re: same (.2); speak to Y. Chernyak and T. Goren re: same (.2); speak to C. Siegel re: coordinating drafting on proposed findings of fact(.2); speak to P. Farber re: same (.1)	8.90	6,319.00
10/29/13	CHERNYAK, YEKATERINA	Legal research re: same (5.2); revisions to lien challenge portion of the FOF and brief (4.1); discuss post-trial brief with D. Blabey (.5).	9.80	6,958.00
10/29/13	SHIFER, JOSEPH A	Emails with N. Hamerman and Y. Chernyak re sale allocation issues (.6)	0.60	417.00
10/29/13	CHASS, MARK	Review findings of fact (2.0), review JSN indenture, Notes Security Agreement, Revolver, LOC, Revolver Security Agreement re same (1.3), full mark up of findings of fact (2.3).	5.60	4,340.00
10/29/13	FARBER, PEGGY	Research re: record citations for findings of fact (4.1).	4.10	3,054.50
10/29/13	CHERNYAK, YEKATERINA	Revisions to Ocwen portion of the FOF (3.3), factual research re: same (2.8), revise Ocwen and sale portions of post-trial brief (4.0)	10.10	7,171.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/29/13	BLABEY, DAVID E	Edit section 552 section of post-trial brief (1); call with vendor re post-trial prep (.2); extensive drafting (4.9) and revision (5.3) of post-trial brief re: asset sale issues, allocation, collateral issues; review cases on contract construction (.5)	11.90	8,865.50
10/30/13	LINTZ, EDWARD M	Legal research (3.5) and cite checking (4.1) in support of Post-Trial Brief	7.60	3,762.00
10/30/13	KAUP, ANASTASIA N	Research re: valuation issues for post-trial brief (8.5); review/revise brief re: case law research (2.9); Correspond w/ G. Horowitz re: same (.3); emails (1) w/ C. Siegel re: same; T/Cs (.2) and emails (.6) w/ D. Blabey re: same; emails w/ J. Trachtman, P. Farber, KL Team re: same (.4); O/Cs, T/Cs and emails w/ M. Guccion re: same (.5); emails w/ N. Moss/Debtors' counsel re: draft of brief, edits to same (.3).	14.70	7,276.50
10/30/13	GRIBBON, SARA B	Coordinate cite-checking with A. Kaup, D. Blabey (.2); cite-check case law in post-trial brief (9.0); revise and edit same (1.1); e-mails with team re conventions for fact-checking (.2)	10.50	4,462.50
10/30/13	BECKER, BRYON	Conduct edits in re Rebuttal witness report (1.6); discuss same w/ S. Zide (.2); remain available for further edits (.7).	2.50	737.50
10/30/13	GUCCION, MARY K	Conf. w/ S. Schmidt re research assignment (.1); review Rescap claim filings (.2); review post-trial brief and supporting authority for cite-checking issues (8.6).	8.90	4,984.00
10/30/13	SIEGEL, CRAIG L	Meeting w/ G. Horowitz re expert sections of FOF (.3); emails w/ US Legal re closing slide deck (.1); emails w/ plaintiffs' counsel to coordinate review and edit of findings of fact (.6); analyze Siegert and Fazio trial testimony, deposition testimony and reports (5.3); research (4.1) and draft (3.0) Siegert and Fazio fact findings; participate in call with plaintiffs' counsel to coordinate drafting of findings of fact (.6).	14.00	10,850.00
10/30/13	ZIDE, STEPHEN	Speak with J. Shifer re revised memo of law on asset sales (.4); emails with D. Blabey re pleadings for phase 1 (.3).	0.70	521.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/30/13	SHIFER, JOSEPH A	Revise post trial brief re purchase price allocation issues and OID research (4.2), emails with Y. Chernyak re Berkshire sale (.8); speak with S. Zide re: revised memo of law on asset sales (.4).	5.40	3,753.00
10/30/13	SCHMIDT, SHAI	Legal research re allocation of collateral sale proceeds (4.5); discuss same w/ D. Blabey (.5); cite check post-trial brief re: legal and factual citations (9).	14.00	7,840.00
10/30/13	HAMERMAN, NATAN	Continue revising proposed findings re: expert issues (4.5). Continue revising brief re: same (4.5); conference with G. Horowitz, D. Blabey and J. Trachtman re: post-trial brief and proposed findings of fact (1).	10.00	7,750.00
10/30/13	HOROWITZ, GREGORY A.	Draft preliminary statement to brief (2.5); continue to edit PFOF re: valuation sections (4.5); teleconference D. Zensky, chambers re page limits (.3); e-mails with KL and MoFo teams re same (.3); teleconference team re briefs (1.0); conference N. Hamerman, C. Siegel, J. Trachtman, D. Blabey re same (1.0); revise Taylor section of proposed findings of fact (1.5); revise Puntus sections of same (4.0); meeting with C. Siegel re: expert sections of FOF (.3).	15.40	13,783.00
10/30/13	CHERNYAK, YEKATERINA	Revisions of findings of facts per comments from G. Horowitz (6.9); correspondence with MoFo J. Levitt and G. Horowitz, D. Blabey re: findings (.3); revisions to the post-trial brief re: comments from G. Horowitz and MoFo litigation team (4.9) review portions of reports and trial transcripts re: same (4.8).	16.90	11,999.00
10/30/13	GOODMAN, ALISSA R.	Edit (3.9) and cite check (3.8) the proposed findings of fact; review e-mail with team re: fact checking Findings of fact (.8), email with D. Blabey and Y. Chernyak re: designations (.1).	8.60	6,106.00
10/30/13	PHILLIP, RENEE	Cite-check draft of Findings of Fact to ensure that cites conformed to pleadings/cross references.	4.80	1,464.00
10/30/13	FOLEY, NICOLE	Cite check post-trial brief (4.8); e-mail D. Blabey, C. Siegel, and A. Kaup re: edits to same (0.5)	5.30	3,471.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/30/13	BLABEY, DAVID E	Correspondence re: post-trial brief with J. Trachtman, G. Horowitz, Y. Chernyak (.3); edit brief re: comments from same (.6); review case law on 506 issues re: same (4.0); call with J. Trachtman re brief (.1); call with MoFo team re edits to brief (.6); edit brief and review cite-checks to same (2.1); conference with G. Horowitz, N. Hamerman and J. Trachtman re: post-trial brief and proposed findings of fact (1).	8.70	6,481.50
10/30/13	FARBER, PEGGY	Supervise lawyers to cite edit of findings of fact (2.2); supervise paralegals to cite check docket citations for same (.2); supervise Document Processing Department re: same (.5); review document (.2); check for record for applicable citation (2); cite check section of FoF (3.3)	8.40	6,258.00
10/30/13	CHASS, MARK	Review revised FOF (1.0) and comments (1.0) on same and mark up same (2.4), emails with D. Blabey, Y. Chernyak, Pachulski attorneys re lien challenges (.6), review FOF re expert testimony (2.3), emails with S. Zide re PATI and ETS and review schedules to security agreement re same (.4), review (1.3) and markup (2.4) draft conclusions of law.	11.40	8,835.00
10/31/13	GRIBBON, SARA B	Review latest version of proposed findings of fact (1.3); review trial transcript (1.6); fact-check portion of proposed findings of fact (2.2). follow up emails with E. Lintz and A. Kaup re same (.5); follow up e-mails with P. Farber re same (.2); edits to brief (4.2); confer with D. Blabey re same (.3); additional legal research for brief (.4) and edits to same (.8).	11.50	4,887.50
10/31/13	GUCCION, MARY K	Review citations in brief (2.5); review citations in proposed findings of fact (1.7) to correct same.	4.20	2,352.00
10/31/13	LINTZ, EDWARD M	Fact check (4.0) and cite check (5.0) Findings of Fact before filing with Court; review revisions to same (2.4).	11.40	5,643.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/31/13	SIEGEL, CRAIG L	Research (2.9) and draft (3.5) sections of proposed FOF concerning valuation experts and May 2012 Houlihan presentation and disclosure; insert G. Horowitz edits to valuation sections of proposed FOF (2.1); cite check portions of proposed FOF (1.7); edit (2.3) post-trial brief and draft citations to proposed FOF; discuss edits to post-trial brief with G. Horowitz, D. Blabey and N. Hamerman (1).	13.50	10,462.50
10/31/13	SCHMIDT, SHAI	Fact check Proposed Findings of Fact (4); multiple e-mails re same w/ M. Guccion, S. Gribbon and E. Lintz (.7); cite check (2.2) and proof read (2.8) post-trial brief ; multiple correspondence re same w/ M. Guccion, S. Gribbon and E. Lintz (2.8).	12.50	7,000.00
10/31/13	CHERNYAK, YEKATERINA	Revise portions of findings of facts re: sale and allocation issues (4.7); research re: citations for findings of facts (3.5); revisions to portions of brief re: same (4.3); call with MoFo (T. Goren, J. Levitt, M. McPherson) re: same (.4); discuss edits to post-trial brief with G. Horowitz, D. Blabey (.5).	13.40	9,514.00
10/31/13	BENTLEY, PHILIP	Review (.7) and comment (1) on draft post-trial brief.	1.70	1,521.50
10/31/13	ZIEGLER, MATTHEW C	Review post-trial briefing re: OID (0.2); discuss citations therein w/ D. Blabey (0.2).	0.40	224.00
10/31/13	HAMERMAN, NATAN	Continue drafting the proposed findings of fact re: expert issues (5.0); revise motion in limine re: same (5.0); conform motion in limine and proposed findings of fact (3.5); confer with G. Horowitz, C. Siegel and D. Blabey re post-trial brief (1.0); correspond C. Siegel and D. Blabey re same (.2); review additional exhibits for trial (1.0).	15.70	12,167.50
10/31/13	HOROWITZ, GREGORY A.	Revise the revised drafts of the proposed findings of fact (3.5) and the post-trial brief (2); continue editing the proposed findings of fact (3) discuss edits to the post-trial brief with D. Blabey (.4); discuss edits to the brief with D. Blabey. Y. Chernyak (.5); continue revising post trial brief (3.1); discuss edits of same with N. Hamerman, D. Blabey, C. Siegel (1).	13.50	12,082.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/31/13	GOODMAN, ALISSA R.	Review conclusions of law (.7); edit full draft of proposed findings of fact (4.3); speak to P. Farber re: findings of fact (.1); speak to N. Hamerman re: same (.1); speak to Y. Chernyak re: same (.2); email with P. Farber and Y. Chernyak re: same (.2); email with D. Blabey re: findings of fact (.1).	5.70	4,047.00
10/31/13	BESSNER, DEBORAH	Correspond with A. Sikes re post trial brief and findings of fact.	1.00	295.00
10/31/13	SIKES, ALISON	Review proposed findings of fact and post-trial brief (1.5); assist C. Siegel with Findings of Fact and Phase I Post-Trial brief filing.(2.0).	3.50	1,067.50
10/31/13	FOLEY, NICOLE	E-mails w/ P. Farber re: FoF (0.1); cite check findings of fact (2.2); multiple e-mails w/ C. Siegel, E. Lintz, P. Farber, and A. Kaup re: same (0.8).	3.10	2,030.50
10/31/13	BLABEY, DAVID E	Edit post trial brief re: remaining comments from KL, MoFo, Pachulski, Curtis (5.2) and discuss edits with G. Horowitz (.4) and review cite checks (.2); additional edits to brief re: same (2); discuss same with Y. Chernyak, G. Horowitz, and P. Farber (.5); edit brief re: comments from same (1.3); discuss edits with C. Siegel, G. Horowitz, N. Hamerman, (1); edit brief to finalize for filing (2.7); review cite check of brief (3); discuss citations in post-trial brief with M. Ziegler (.2),	16.50	12,292.50
10/31/13	SHIFER, JOSEPH A	Confs with S. Hasan and A. Tandberg re sale allocation issues (.6), follow up emails to same re same (.5), revisions to post trial brief (1.2), emails with D. Blabey re same (.3), emails with D. Blabey re cash collateral orders (.4), review post trial brief (2.1)	5.10	3,544.50
10/31/13	ZIDE, STEPHEN	Correspond with D. Blabey, K. Eckstein and G. Horowitz re phase 1post-trial brief (1). Emails with J. Shifer, D. Blabey and Moelis re asset sale section of brief (.4).	1.40	1,043.00
10/31/13	FARBER, PEGGY	Editing (5.3) the JSN proposed findings of fact for accuracy, review/input new sections drafted by lawyers from Kramer Levin, MoFo, & Curtis to same (4.0).	9.30	6,928.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/31/13	CHASS, MARK	Correspondence D. Blabey, Y. Chernyak, G. Horowitz re lien challenges, revisions to FOF re same (.9), finalize Pachulski portion of FOF re lien challenges (3.2), review proposed conclusions of law to comment on same (1.2).	5.30	4,107.50
10/31/13	ECKSTEIN, KENNETH H.	Review revised draft of FoF/COL (.8), expert declarations (.5), comment re same (1.2).	<u>2.50</u>	<u>2,475.00</u>
TOTAL			<u>3,789.40</u>	<u>\$616,853.00</u>

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
DIENSTAG, ABBE L.	PARTNER	0.80	700.00
ECKSTEIN, KENNETH H.	PARTNER	19.70	19,503.00
O'NEILL, P. BRADLEY	PARTNER	2.30	1,897.50
BESSONETTE, JOHN	PARTNER	4.00	3,300.00
HERZOG, BARRY	PARTNER	1.20	1,074.00
MANNAL, DOUGLAS	PARTNER	26.30	21,697.50
HOROWITZ, GREGORY A.	PARTNER	0.80	716.00
FREJKA, ELISE S	SPEC COUNSEL	6.80	5,338.00
ZIDE, STEPHEN	ASSOCIATE	20.50	15,272.50
SHIFER, JOSEPH A	ASSOCIATE	0.40	278.00
SHARRET, JENNIFER	ASSOCIATE	2.90	2,015.50
RINGER, RACHAEL L	ASSOCIATE	39.00	21,840.00
ALLARD, NATHANIEL	ASSOCIATE	26.70	11,347.50
DOVE, ANDREW	ASSOCIATE	1.20	786.00
BESSNER, DEBORAH	PARALEGAL	1.30	383.50
TOTAL		<u>153.90</u>	<u>\$106,149.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	ALLARD, NATHANIEL	Prepare for 10/2 Committee meeting re: [REDACTED] (.7), correspond w/ R. Ringer re: same (.3).	1.00	425.00

Kramer Levin Naftalis & Frankel LLP

Page No. 182

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	RINGER, RACHAEL L	E-mails with Committee members and S. Zide re: [REDACTED] (.3), prepare for (.3) and attend (.8) executive compensation subcommittee call; attend co-chair call re: 10/2 Committee meeting (.5), follow up correspondence with S. Zide re: same (.3), draft Committee update e-mail re: [REDACTED] (.4), draft Committee update re: [REDACTED] (.5), review/revise Committee update e-mail prior to circulation (.4), revise escrow agreement (.4)	3.90	2,184.00
10/01/13	MANNAL, DOUGLAS	Prep for (.3) and attend co-chair call re: agenda for 10/2 Committee meeting (.5); review [REDACTED] for 10/2 Committee meeting (.3); TCF w/ FTI and MoFo re: same (.3).	1.40	1,155.00
10/01/13	ZIDE, STEPHEN	Review Debtor presentation on state of the estate in preparation for 10/2 Committee meeting (.7).	0.70	521.50
10/01/13	ECKSTEIN, KENNETH H.	Prepare for (.3) and attend (.5) Co-chair call to review agenda for 10/2 Committee meeting.	0.80	792.00
10/02/13	ALLARD, NATHANIEL	Prepare for (1.8) and attend (4.3) in-person Committee meeting re: [REDACTED] [REDACTED] Draft Committee meeting minutes re: same (2.6)	8.70	3,697.50
10/02/13	RINGER, RACHAEL L	Prepare for (.4) and attend (4.3) Committee meeting re: [REDACTED] [REDACTED] Draft Committee update e-mail re: [REDACTED] (.4).	5.10	2,856.00
10/02/13	MANNAL, DOUGLAS	Prep for (.9) and attend UCC meeting re: [REDACTED] (4.3).	5.20	4,290.00
10/02/13	MANNAL, DOUGLAS	Email w/ R. Ringer re: workflow chart (.2); revise same (.5); review UCC update email re: [REDACTED] (.1).	0.80	660.00
10/02/13	O'NEILL, P. BRADLEY	Attend portion of Committee call re: [REDACTED]	2.30	1,897.50
10/02/13	HERZOG, BARRY	Attend portion of meeting with Creditors Committee re: [REDACTED] (1.2).	1.20	1,074.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/02/13	FREJKA, ELISE S	Attend portion of Committee meeting with respect to [REDACTED] (1.9); review and comment on slides for deck for [REDACTED] (2).	2.10	1,648.50
10/02/13	ECKSTEIN, KENNETH H.	Prep for (2.2) and lead (4.3) full Committee meeting with Debtor presentation re: [REDACTED].	6.50	6,435.00
10/02/13	BESSONETTE, JOHN	Attend relevant portion of committee meeting re [REDACTED] (1.0).	1.00	825.00
10/02/13	ZIDE, STEPHEN	Attend portion of Committee meeting with Company re [REDACTED] (3.2).	3.20	2,384.00
10/03/13	ALLARD, NATHANIEL	Further draft 10/2 Committee meeting minutes (.4), revise per R. Ringer comments (.3), correspond w/ R. Ringer, S. Zide re: same (.2); review Committee update email re: [REDACTED] prior to circulation (.4).	1.30	552.50
10/03/13	RINGER, RACHAEL L	Prepare Kramer Levin/Committee professionals work-flow summary chart (1.2), correspond with D. Mannal, S. Zide, and K. Eckstein re: same (.3), revise same (1.7), further revise same (.4) revise (.7), correspond w/ D. Mannal re: same (.4), further revise same (.6); discussion with E. Frejka re: [REDACTED] re: Committee update e-mail (.2)	5.50	3,080.00
10/03/13	RINGER, RACHAEL L	Revise Committee update e-mail, e-mails with E. Frejka and S. Zide re: same (.5)	0.50	280.00
10/03/13	DOVE, ANDREW	Draft update re [REDACTED] Committee update (.3).	0.30	196.50
10/03/13	FREJKA, ELISE S	Draft update regarding [REDACTED] for UCC update email (2.2), discuss same w/ R. Ringer (.2).	2.40	1,884.00
10/03/13	MANNAL, DOUGLAS	Revise UCC professionals work plan (.7); correspond with K. Eckstein and R. Ringer re: same (.3); email w/ J. Brodsky re: same (.2).	1.20	990.00
10/04/13	BESSNER, DEBORAH	Update Committee professionals work flow chart (.5); proofread same (.3).	0.80	236.00
10/04/13	MANNAL, DOUGLAS	Revise UCC work flow chart (.5); email w/ K. Eckstein and J. Brodsky re: same (.2).	0.70	577.50
10/07/13	ALLARD, NATHANIEL	Draft Committee update email re [REDACTED] correspond w/ R. Ringer re: same.	0.50	212.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/07/13	SHARRET, JENNIFER	Draft update email for Committee re: [REDACTED] [REDACTED] (1.2), e-mails with B. Perlstein re: revisions to same (.5), revise same (.5)	2.20	1,529.00
10/07/13	ZIDE, STEPHEN	Review and comment on UCC update on [REDACTED] [REDACTED] and email with R. Ringer re: same (.2).	0.20	149.00
10/07/13	RINGER, RACHAEL L	Revise UCC professionals work plan, emails with D. Mannal re: same (.5), draft Committee update email re: [REDACTED] [REDACTED] (.8), revise same (.4).	1.70	952.00
10/08/13	ALLARD, NATHANIEL	Draft portions of Committee update email re: [REDACTED] [REDACTED] (.5); review same prior to circulation (.3), correspond w/ R. Ringer, E. Frejka re: same (.3).	1.10	467.50
10/08/13	SHARRET, JENNIFER	Prep (.2) for and participate in portion of co- chair call re: [REDACTED] (.5).	0.70	486.50
10/08/13	FREJKA, ELISE S	Draft insert for Committee update regarding [REDACTED] [REDACTED] (.3); correspond with R. Ringer, D. Mannal, S. Zide regarding committee update re: same (.1).	0.40	314.00
10/08/13	ZIDE, STEPHEN	Participate on co-chair call [REDACTED] [REDACTED] [REDACTED] (1.5)	1.50	1,117.50
10/08/13	SHIFER, JOSEPH A	Attend part of committee co-chair call re: agenda for 10/9 Committee meeting (.4)	0.40	278.00
10/08/13	MANNAL, DOUGLAS	Prep for (.6) and attend portion of co-chair call in preparation for 10/9 Committee meeting (1); revise Committee update email re: [REDACTED] [REDACTED] (.3).	1.90	1,567.50
10/08/13	ECKSTEIN, KENNETH H.	Co-chair conf call re agenda of issues (1.2)	1.20	1,188.00
10/08/13	RINGER, RACHAEL L	Revise Committee Update email re: 10/9 Committee meeting [REDACTED], circulate same to Committee members (.4).	0.40	224.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/09/13	ALLARD, NATHANIEL	Prepare for (.5) and attend (2.8) Committee meeting re: [REDACTED]; draft Committee meeting minutes re: same (1.8); draft portion of Committee update email re: [REDACTED] (.7), review same prior to circulation, correspond w/ R. Ringer re: same (.5).	6.30	2,677.50
10/09/13	ZIDE, STEPHEN	Prepare for (.6) and participate (2.8) on UCC call re [REDACTED] (.3); revise draft email to consenting claimants [REDACTED] (.2).	3.90	2,905.50
10/09/13	FREJKA, ELISE S	Participate in portion of Committee Call regarding [REDACTED] (1.2).	1.20	942.00
10/09/13	BESSONETTE, JOHN	Attend portion of Committee meeting re: [REDACTED] (2.0); review same (1.0).	3.00	2,475.00
10/09/13	DOVE, ANDREW	Draft update re [REDACTED] for Committee update (.4).	0.40	262.00
10/09/13	MANNAL, DOUGLAS	Prep for (.8); and attend UCC call (2.8) re: [REDACTED].	3.60	2,970.00
10/09/13	ECKSTEIN, KENNETH H.	Prep for (.7) and lead (2.8) Committee conf call re: [REDACTED].	3.50	3,465.00
10/09/13	DIENSTAG, ABBE L.	Participate in UCC call re: [REDACTED] (.8).	0.80	700.00
10/09/13	RINGER, RACHAEL L	Prepare for (.5) and attend (2.8) Committee call re: [REDACTED].	3.30	1,848.00
10/10/13	ALLARD, NATHANIEL	Draft 10/9 Committee meeting minutes, correspond w/ R. Ringer re: same (.5).	0.50	212.50
10/10/13	ZIDE, STEPHEN	Email with R. Ringer re update to UCC on [REDACTED] (.1).	0.10	74.50
10/11/13	RINGER, RACHAEL L	E-mails with Moelis, AlixPartners, Pachulski and J. Brodsky re: Committee professional work plans (.5)	0.50	280.00
10/14/13	ALLARD, NATHANIEL	Review August Committee meeting minutes, correspond w/ S. Zide re: same (.3).	0.30	127.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/15/13	ALLARD, NATHANIEL	Draft portion of Committee update email re: [REDACTED], correspond w/ R. Ringer re: same (.5); review same prior to circulation (.3).	0.80	340.00
10/15/13	ZIDE, STEPHEN	Revise (.3) and draft (.7) UCC update email re [REDACTED].	1.00	745.00
10/15/13	ZIDE, STEPHEN	Revise minutes and correspond with N. Allard re same (.2). Mark up KCC escrow deck and speak with J. Shifer re same in preparation for 10/17 Committee meeting (.4). Emails with J. Shifer and J. Horner re Computershare proposal (.2); review deck on same (.3).	1.10	819.50
10/15/13	RINGER, RACHAEL L	Draft Committee update email re: [REDACTED] [REDACTED] (1.2), revise same (.3), emails with D. Mannal and S. Zide re: same (.5).	2.00	1,120.00
10/16/13	ALLARD, NATHANIEL	Correspond w/ S. Zide re: October Committee meeting minutes (.2).	0.20	85.00
10/16/13	ZIDE, STEPHEN	Revise update to UCC on [REDACTED] [REDACTED] (.8).	0.80	596.00
10/16/13	MANNAL, DOUGLAS	Revise UCC update email re [REDACTED] (.2).	0.20	165.00
10/16/13	RINGER, RACHAEL L	Draft Committee update email re: Committee call, [REDACTED] (.8), emails with S. Zide and D. Mannal re: same (.6).	1.40	784.00
10/17/13	ALLARD, NATHANIEL	Prepare for Committee meeting re: [REDACTED].	0.30	127.50
10/17/13	ZIDE, STEPHEN	Participate on co-chair call re [REDACTED] [REDACTED] (.8). Participate on Committee call re same (2). Emails with R. Ringer re update to UCC re [REDACTED] [REDACTED] (.2).	3.00	2,235.00
10/17/13	RINGER, RACHAEL L	Attend co-chair call re: agenda for afternoon meeting (.8), attend Committee call re [REDACTED] [REDACTED] (2.0), follow up correspondence with S. Zide, K. Eckstein and D. Mannal re: same (.7), revise summary of [REDACTED] for Committee update e-mail (.5), revise Committee update e-mail (.5), e-mails with S. Zide, A. Dove re: same (.2), revise e- mail to PSA consenting claimants re: [REDACTED] [REDACTED] (.2).	4.90	2,744.00
10/17/13	DOVE, ANDREW	Comment on draft committee update re: [REDACTED] [REDACTED] (.5).	0.50	327.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/17/13	FREJKA, ELISE S	Participate in portion of Committee call re: [REDACTED].	0.70	549.50
10/17/13	MANNAL, DOUGLAS	Prep for (.2); and attend co-chair call re: agenda for Committee call (.6); attend UCC call re [REDACTED] (2).	2.80	2,310.00
10/17/13	ECKSTEIN, KENNETH H.	Lead Co-chair conf call re agenda for Committee call (.8).	0.80	792.00
10/17/13	ECKSTEIN, KENNETH H.	Lead full Committee call re: [REDACTED] (2.0), prepare for same (.5).	2.50	2,475.00
10/18/13	RINGER, RACHAEL L	Correspond with N. Allard re: UCC work flow chart (.2), update same (.2), draft committee update email re: [REDACTED] (.5) correspond w/ D. Mannal re: fee app schedule, call with MoFo re: same (.4).	1.30	728.00
10/21/13	ZIDE, STEPHEN	Revise UCC update email re [REDACTED] and email with R. Ringer re same (.2)	0.20	149.00
10/21/13	RINGER, RACHAEL L	Draft Committee update e-mail re: [REDACTED] (.5), numerous revisions to update e-mail re: same (.8), revise chart of [REDACTED] for update e-mail (.5), further revisions to same (.4), further review/revise update e-mail prior to circulation (.4)	2.60	1,456.00
10/22/13	ZIDE, STEPHEN	Review UCC update email on [REDACTED] and email R. Ringer re same (.2).	0.20	149.00
10/22/13	MANNAL, DOUGLAS	Revise draft update to UCC re: [REDACTED] (1.2).	1.20	990.00
10/22/13	RINGER, RACHAEL L	Draft Committee update email re: [REDACTED] (1.5), revise same (.4), emails with S. Zide and D. Mannal re: same (.4).	2.30	1,288.00
10/23/13	MANNAL, DOUGLAS	Revise UCC update email re: [REDACTED].	0.20	165.00
10/23/13	ZIDE, STEPHEN	Review Committee meeting minutes (.6) and correspond with N. Allard re same (.1)	0.70	521.50
10/23/13	ZIDE, STEPHEN	Participate on portion of co-chair call re [REDACTED] (.6).	0.60	447.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/23/13	RINGER, RACHAEL L	Draft Committee update email re: [REDACTED] (1.1), emails with D. Mannal and S. Zide re: same (.5), revise same (.7).	2.30	1,288.00
10/23/13	ECKSTEIN, KENNETH H.	Lead co-chair conf call re [REDACTED] (.8).	0.80	792.00
10/23/13	MANNAL, DOUGLAS	Prep for (.4) and attend co-chair call re: 10/24 Committee meeting agenda (.8).	1.20	990.00
10/24/13	ALLARD, NATHANIEL	Prepare for (.5) and attend (1.8) Committee meeting re [REDACTED]; draft Committee meeting minutes re: same (1.0).	3.30	1,402.50
10/24/13	BESSNER, DEBORAH	Compile documents for 10/24 Committee call.	0.50	147.50
10/24/13	HOROWITZ, GREGORY A.	Attend portion of committee call re: [REDACTED] (.8)	0.80	716.00
10/24/13	ZIDE, STEPHEN	Participate on UCC call re [REDACTED] (1.8); follow up correspondence with K. Eckstein, R. Ringer and D. Mannal re same (.2).	2.00	1,490.00
10/24/13	MANNAL, DOUGLAS	Prep for (.9); and attend UCC call (1.8) re: [REDACTED]	2.70	2,227.50
10/24/13	ECKSTEIN, KENNETH H.	Prep for (1.0) and lead (1.8) Committee conf call re: [REDACTED]	2.80	2,772.00
10/25/13	ALLARD, NATHANIEL	Draft 10/24 Committee meeting minutes.	0.70	297.50
10/25/13	ZIDE, STEPHEN	Revise update to UCC on [REDACTED] (.3).	0.30	223.50
10/25/13	MANNAL, DOUGLAS	Revise UCC update email re: [REDACTED] (.8).	0.80	660.00
10/25/13	ECKSTEIN, KENNETH H.	Call with certain consenting claimants re [REDACTED] (.8).	0.80	792.00
10/25/13	RINGER, RACHAEL L	Draft Committee update email re: [REDACTED] (.8), emails with D. Mannal and E. Frejka re: same (.5).	1.30	728.00
10/27/13	ZIDE, STEPHEN	Review and markup 10/2 minutes (.3); email N. Allard re same (.1).	0.40	298.00
10/28/13	ALLARD, NATHANIEL	Prepare for 11/7 in-person Committee meeting re: [REDACTED] (.2), revise 10/2 Committee meeting minutes per comments from S. Zide (.5).	0.70	297.50

Kramer Levin Naftalis & Frankel LLP

Page No. 189

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/29/13	ZIDE, STEPHEN	Revise UCC update email on [REDACTED] [REDACTED] (.3)	0.30	223.50
10/30/13	ALLARD, NATHANIEL	Correspond w/ S. Zide, R. Ringer, D. Mannal re: October Committee meeting minutes (.3), revise same (.2).	0.50	212.50
10/30/13	MANNAL, DOUGLAS	Draft email to UCC re: [REDACTED] (2.4).	2.40	1,980.00
10/31/13	ALLARD, NATHANIEL	Draft and revise October Committee meeting minutes, correspond w/ S. Zide, R. Ringer re: same (.5).	0.50	212.50
10/31/13	ZIDE, STEPHEN	Review and comment on Committee meeting minutes (.3).	0.30	223.50
TOTAL			<u>153.90</u>	<u>\$106,149.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)January 31, 2014
Invoice No. 638507**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
FREJKA, ELISE S	SPEC COUNSEL	0.20	157.00
RINGER, RACHAEL L	ASSOCIATE	4.00	2,240.00
ALLARD, NATHANIEL	ASSOCIATE	<u>12.90</u>	<u>5,482.50</u>
TOTAL		<u>17.10</u>	<u>\$7,879.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/04/13	ALLARD, NATHANIEL	Draft Committee statement re: CRO success fee (3.0), correspond w/ R. Ringer re: same (.3); revise same (1.0).	4.30	1,827.50
10/06/13	ALLARD, NATHANIEL	Revise statement re: CRO success fee (.5), correspond w/ D. Mannal, S. Zide, R. Ringer re: same (.5); further review draft statement (.5).	1.50	637.50
10/07/13	RINGER, RACHAEL L	Revise UCC statement re: Kruger success fee (.5), further revise same to reflect UCC members' comments (.6), emails with D. Mannal and S. Zide re: same (.5), further revise same (1.0).	2.60	1,456.00
10/08/13	ALLARD, NATHANIEL	Draft motion to seal deposition transcripts (3.7), correspond w/ C. Siegel, E. Lintz, R. Ringer re: same (.8); further draft same (1.0). Review motions in limine (.5) and deposition designation documents to be filed (.3). Review Committee statement re: CRO Success Fee prior to filing (.6), correspond w/ R. Ringer, D. Bessner re: same (.2)	7.10	3,017.50
10/08/13	RINGER, RACHAEL L	Finalize Committee statement re: CRO success fee (1.4).	1.40	784.00
10/10/13	FREJKA, ELISE S	Review OSC regarding Wendy Nora pro hac vice admission (.2).	<u>0.20</u>	<u>157.00</u>
TOTAL			<u>17.10</u>	<u>\$7,879.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00012 (COURT HEARINGS)January 31, 2014
Invoice No. 638507**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	35.30	34,947.00
BENTLEY, PHILIP	PARTNER	7.40	6,623.00
HOROWITZ, GREGORY A.	PARTNER	48.90	43,765.50
FREJKA, ELISE S	SPEC COUNSEL	9.50	7,457.50
ZIDE, STEPHEN	ASSOCIATE	10.50	7,822.50
HAMERMAN, NATAN	ASSOCIATE	7.50	5,812.50
SIEGEL, CRAIG L	ASSOCIATE	0.90	697.50
FARBER, PEGGY	ASSOCIATE	14.30	10,653.50
SHIFER, JOSEPH A	ASSOCIATE	0.60	417.00
FOLEY, NICOLE	ASSOCIATE	16.30	10,676.50
BLABEY, DAVID E	ASSOCIATE	5.50	4,097.50
RINGER, RACHAEL L	ASSOCIATE	1.50	840.00
LINTZ, EDWARD M	ASSOCIATE	9.50	4,702.50
KAUP, ANASTASIA N	ASSOCIATE	1.10	544.50
ALLARD, NATHANIEL	ASSOCIATE	9.60	4,080.00
DOVE, ANDREW	ASSOCIATE	0.60	393.00
CHOUPROUTA, ANDREA	PARALEGAL	4.80	1,536.00
BESSNER, DEBORAH	PARALEGAL	<u>6.80</u>	<u>2,006.00</u>
TOTAL		<u>190.60</u>	<u>\$147,072.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	BESSNER, DEBORAH	Prepare for 10/2 Hearing re Omnibus claims objection and Sweeting POC.	2.20	649.00
10/02/13	FREJKA, ELISE S	Prepare for (2.7) and attend (1.1) hearing re: claim objections.	3.80	2,983.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00012 (COURT HEARINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/07/13	ALLARD, NATHANIEL	Prepare for 10/9 hearing re: claim objections, CRO success fee, correspond w/ D. Bessner re: same (.5).	0.50	212.50
10/07/13	DOVE, ANDREW	Attend NJ Carpenters approval hearing in District Court (.6).	0.60	393.00
10/08/13	BESSNER, DEBORAH	Perform hearing preparation for 10/9 hearing re Omnibus claim objections, automatic stay motions and CRO success fee (3.8), discuss w/ A. Chouprouta re: same (.8).	4.60	1,357.00
10/08/13	CHOUPROUTA, ANDREA	Assist in preparation for 10/9 hearing re: claim objections (4.0), discuss w/ D. Bessner re: same (.8)	4.80	1,536.00
10/09/13	KAUP, ANASTASIA N	Attend (telephonically) portion of hearing re: automatic stay, foreclosure, borrower and adversary proceeding matters (.8); review/revise matter summaries re: automatic stay issues (.2); emails w/ N. Allard re: same (.1).	1.10	544.50
10/09/13	ALLARD, NATHANIEL	Prepare for (.3) and attend portion (4.0) of hearing telephonically re: claim objections, CRO success fee;	4.30	1,827.50
10/09/13	ZIDE, STEPHEN	Prepare for and participate at portion of court hearing re Kruger success fee (1).	1.00	745.00
10/09/13	FREJKA, ELISE S	Prepare for (1.6) and attend hearing re: claim objections, CRO success fee (4.1).	5.70	4,474.50
10/10/13	HOROWITZ, GREGORY A.	Prepare for (.2) and attend telephonic status conference (.5)	0.70	626.50
10/10/13	RINGER, RACHAEL L	Assist JSN team with preparation for Phase I trial (.5).	0.50	280.00
10/10/13	FARBER, PEGGY	Attend court status conference telephonically (.5)	0.50	372.50
10/10/13	SIEGEL, CRAIG L	Prepare for (.2) and participate in court call re: status conference (.7).	0.90	697.50
10/10/13	ECKSTEIN, KENNETH H.	Conf call with Court and parties re JSN trial issues (.8).	0.80	792.00
10/15/13	BLABEY, DAVID E	Attend portion of hearing on opening statements at JSN trial (4).	4.00	2,980.00
10/15/13	FARBER, PEGGY	Attend and assist at JSN Phase I trial (7.5) and preparations for same (.5).	8.00	5,960.00
10/15/13	HOROWITZ, GREGORY A.	Participate in full day of JSN Phase I trial (7.5).	7.50	6,712.50
10/15/13	ZIDE, STEPHEN	Attend JSN phase 1 trial (6).	6.00	4,470.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00012 (COURT HEARINGS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/16/13	HAMERMAN, NATAN	Attend portion of JSN Phase I trial.	3.50	2,712.50
10/16/13	FOLEY, NICOLE	Prepare for (.8) and attend full day of Phase I trial (8.0).	8.80	5,764.00
10/16/13	HOROWITZ, GREGORY A.	Participate in full day of JSN Phase I trial (8.0).	8.00	7,160.00
10/16/13	ECKSTEIN, KENNETH H.	Prepare for (.5) and attend full day of JSN Phase 1 trial (8.0).	8.50	8,415.00
10/17/13	LINTZ, EDWARD M	Assist in JSN Phase I trial by supporting trial team with exhibits (8.3); draft summary of all proceedings from day's testimony and circulate to team (1.2)	9.50	4,702.50
10/17/13	HAMERMAN, NATAN	Attend portion of JSN Phase I trial (4.0).	4.00	3,100.00
10/17/13	ECKSTEIN, KENNETH H.	Attend portion of JSN Phase I trial (3.0).	3.00	2,970.00
10/17/13	HOROWITZ, GREGORY A.	Attend full day of JSN Phase I trial (7.4).	7.40	6,623.00
10/21/13	BLABEY, DAVID E	Listen to parts of Finnerty and Siegert testimony on OID for purposes of post trial brief.	1.50	1,117.50
10/21/13	HOROWITZ, GREGORY A.	Attend full day of JSN Phase I trial (8.5).	8.50	7,607.50
10/21/13	ECKSTEIN, KENNETH H.	Attend JSN trial re: OID expert witnesses, Winn (8.0).	8.00	7,920.00
10/21/13	ZIDE, STEPHEN	Listen to JSN hearing re Finnerty and Siegert testimony in preparation for post-trial briefing (2)..	2.00	1,490.00
10/22/13	FOLEY, NICOLE	Attend JSN Phase I trial.	7.50	4,912.50
10/22/13	ECKSTEIN, KENNETH H.	Attend JSN Phase I trial re: valuation testimony (7.0).	7.00	6,930.00
10/22/13	HOROWITZ, GREGORY A.	Attend full day of JSN Phase I trial (8.5).	8.50	7,607.50
10/23/13	BENTLEY, PHILIP	Attend JSN Phase I trial re: potential argument of Winn motion.	7.40	6,623.00
10/23/13	FARBER, PEGGY	Attend portion of JSN Phase I trial (5.8).	5.80	4,321.00
10/23/13	ZIDE, STEPHEN	Listen in to parts of JSN trial for post-trial briefing and follow up preparation (1.5).	1.50	1,117.50
10/23/13	HOROWITZ, GREGORY A.	Prepare for (.3) and attend full day of JSN Phase I trial (8.0).	8.30	7,428.50
10/23/13	ECKSTEIN, KENNETH H.	Attend full day of JSN Phase I trial re: valuation testimony (8.0).	8.00	7,920.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00012 (COURT HEARINGS)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/24/13	ALLARD, NATHANIEL	Prepare for (.4) and attend Lehman hearing re: FHFA's claim for relevant issues in ResCap (3.6); draft summary re: same (.3), correspond w/ A. Dove re: same (.1).	4.40	1,870.00
10/28/13	ALLARD, NATHANIEL	Prepare for hearing on JSN discovery disputes (.3), correspond w/ B. O'Neill, J. Shifer re: same (.1).	0.40	170.00
10/28/13	SHIFER, JOSEPH A	Monitor portion of hearing re discovery and JSNs (.6)	0.60	417.00
10/28/13	RINGER, RACHAEL L	Attend hearing re: discovery and JSNs(1.0).	<u>1.00</u>	<u>560.00</u>
TOTAL			<u>190.60</u>	<u>\$147,072.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00013 (EMPLOYEE BENEFITS/EXECUTIVE COMPENSATION.)

January 31, 2014
Invoice No. 638507

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
RITTER, PAUL M	COUNSEL	11.80	10,030.00
ZIDE, STEPHEN	ASSOCIATE	2.30	1,713.50
ALLARD, NATHANIEL	ASSOCIATE	4.00	1,700.00
TOTAL		<u>18.10</u>	<u>\$13,443.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	ALLARD, NATHANIEL	Correspond w/ S. Zide, R. Ringer re: Centerview engagement letters (.2); attend compensation subcommittee call telephonically re: [REDACTED] (.7).	0.90	382.50
10/22/13	ZIDE, STEPHEN	Email with P. Ritter and J. Brodsky re employment contracts (.1).	0.10	74.50
10/23/13	ZIDE, STEPHEN	Calls with J. Brodsky re compensation issues (.4).	0.40	298.00
10/24/13	RITTER, PAUL M	Review draft employment agreements.	0.80	680.00
10/25/13	ZIDE, STEPHEN	Call with P. Ritter re post-emergence employment matters (.5).	0.50	372.50
10/25/13	RITTER, PAUL M	T/C with S. Zide re: post-emergence employments issues (.5); marking up draft employment agreement (.5); reviewing severance plan (2.0).	3.00	2,550.00
10/26/13	ZIDE, STEPHEN	Emails with P. Ritter, R. Ringer and N. Allard re severance plan re ResCap (.2).	0.20	149.00
10/27/13	ALLARD, NATHANIEL	Research severance plan documents (.4), correspond w/ S. Zide, R. Ringer re: same (.2).	0.60	255.00
10/28/13	RITTER, PAUL M	Prepare for (.5) and t/c (.8) with J. Brodsky re: employment issues; emails with S. Zide re: same (.7).	2.00	1,700.00
10/29/13	RITTER, PAUL M	Revise employment agreement.	2.50	2,125.00

Kramer Levin Naftalis & Frankel LLP

Page No. 196

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00013 (EMPLOYEE BENEFITS/EXECUTIVE COMPENSATION.)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/30/13	RITTER, PAUL M	Revise draft employment agreement.	2.50	2,125.00
10/30/13	ZIDE, STEPHEN	Emails with P. Ritter re employment agreement (.1); review same (.1).	0.20	149.00
10/31/13	ALLARD, NATHANIEL	Research KEIP/KERP issues (2.2), correspond w/ S. Zide re: same (.3).	2.50	1,062.50
10/31/13	RITTER, PAUL M	T/c with J. Brodsky and S. Zide re: employment contracts (.5); review J. Brodsky's comments on draft (.5).	1.00	850.00
10/31/13	ZIDE, STEPHEN	Call with J. Brodsky and P. Ritter re employment contracts (.5); follow up with N. Allard re same (.4).	0.90	670.50
TOTAL			<u>18.10</u>	<u>\$13,443.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00014 (TAX MATTERS)

January 31, 2014
Invoice No. 638507

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
HERZOG, BARRY	PARTNER	33.70	30,161.50
MANNAL, DOUGLAS	PARTNER	6.90	5,692.50
ZIDE, STEPHEN	ASSOCIATE	0.30	223.50
RINGER, RACHAEL L	ASSOCIATE	2.10	1,176.00
SAAB, SALLY K	ASSOCIATE	<u>23.40</u>	<u>9,945.00</u>
TOTAL		<u>66.40</u>	<u>\$47,198.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	HERZOG, BARRY	Discussion w/ T. Humphreys re: non-REMIC residuals (0.6); correspondence re: same w/ S. Zide and D. Mannal (1.4); perform related analysis of same (1.3).	3.30	2,953.50
10/02/13	HERZOG, BARRY	Draft memo re: open tax related issues (1.2); review draft PLR ruling (0.8).	2.00	1,790.00
10/03/13	SAAB, SALLY K	Review draft private letter ruling (2.0); review liquidating trust agreement (.2) and comment on same (0.4).	2.60	1,105.00
10/03/13	HERZOG, BARRY	Draft memo re: open tax related issues (1.8); revise draft PLR ruling (1.0).	2.80	2,506.00
10/07/13	SAAB, SALLY K	Review LT Agreement re: tax issues.	0.80	340.00
10/08/13	SAAB, SALLY K	Research tax consequences to LT beneficiaries.	2.30	977.50
10/08/13	HERZOG, BARRY	Draft memo re: open tax issues (1.8); perform analysis re: REMIC residual interests and related issues (2.2).	4.00	3,580.00
10/09/13	SAAB, SALLY K	Research tax consequences to LT beneficiaries.	0.30	127.50
10/09/13	HERZOG, BARRY	Discussion w/ H. Tucker and others re: non-REMIC residuals.	1.30	1,163.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00014 (TAX MATTERS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/10/13	HERZOG, BARRY	Email to D. Mannal and K. Eckstein re: AMT(1.2); related analysis of same (.6).	1.80	1,611.00
10/10/13	SAAB, SALLY K	Research tax consequences to liquidating trust beneficiaries (0.9); Review LTA revisions (0.8).	1.70	722.50
10/11/13	SAAB, SALLY K	Review LTA re: tax issues.	0.30	127.50
10/11/13	HERZOG, BARRY	Correspond w/ D. Mannal and others re: open tax issues (.8); email to D. Mannal and K. Eckstein re: AMT (.3).	1.10	984.50
10/14/13	HERZOG, BARRY	Disc w/ H. Stoopack re: PLR request.	0.20	179.00
10/15/13	HERZOG, BARRY	Conference call with T. Humphreys and KPMG to discuss REMIC residual analysis.	0.50	447.50
10/16/13	HERZOG, BARRY	Conference call with J Demro and others to discuss tax treatment of non-REMIC residuals (0.7); call with A Sellman to disc AFI settlement (0.3); discussion re: non-REMIC residuals w/ H. Stoopack (0.5); related analysis of same (0.8); discuss same w/ T. Humphreys (0.6); review open issues and prepare for 10/17 meeting (0.5); perform related analysis (0.7).	4.10	3,669.50
10/16/13	SAAB, SALLY K	Research re: tax treatment of trusts held by liquidating trust (2.8); Prepare correspondence to IRS re: liquidating trust agreement and draft letter ruling (1.1).	3.90	1,657.50
10/17/13	RINGER, RACHAEL L	Review memo re: liquidating trust tax issues, revise same (.8)	0.80	448.00
10/17/13	SAAB, SALLY K	Research tax treatment of trusts held by liquidating trust (1.2); Preparing (4.5) and sending updates to IRS (1.0).	6.70	2,847.50
10/17/13	MANNAL, DOUGLAS	Attend in-person tax meeting with MoFo, Quest and company re: residual interests (1.2); follow-up correspondence w/ B. Herzog re: tax issues (.2).	1.40	1,155.00
10/17/13	HERZOG, BARRY	Meeting with MoFo, Quest, D. Mannal to discuss residual interests and related issues (1.2); follow up analysis re: same (0.6).	1.80	1,611.00
10/17/13	HERZOG, BARRY	Prepare supplemental materials for PLR request (1.6); review of same (1.2).	2.80	2,506.00
10/18/13	SAAB, SALLY K	Research re: tax treatment of trusts held by liquidating trusts (2.4); Review 10-K (0.4).	2.80	1,190.00
10/18/13	MANNAL, DOUGLAS	Revise tax memo (3.6); numerous correspondence w/ B. Herzog re: same (1.2).	4.80	3,960.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00014 (TAX MATTERS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/18/13	ZIDE, STEPHEN	Review tax memo re: tax issues for LT (.3).	0.30	223.50
10/18/13	RINGER, RACHAEL L	Revise memo re: tax issues for Liquidating trust (.5), emails with D. Mannal re: same (.4), further revise same (.4).	1.30	728.00
10/22/13	HERZOG, BARRY	Call with J. Horner and J. Demro to discuss securitization residuals (1.8); discussion w/ J. Brodsky re: trust valuation issues (0.3); related analysis (0.5).	2.60	2,327.00
10/24/13	HERZOG, BARRY	Conference call w/ J. Brodsky and D. Mannal re: residual interests and related issues (0.5); review trust agreements (0.4); analysis re: treatment of residuals (0.9).	1.80	1,611.00
10/24/13	MANNAL, DOUGLAS	Attend conference call with B. Herzog and J. Brodsky re: tax issues.	0.50	412.50
10/25/13	SAAB, SALLY K	Research re: non-debtor foreign subs (.5) and correspondence (.3) with B. Herzog re: same.	0.80	340.00
10/28/13	SAAB, SALLY K	Review LTA changes for tax consequences (0.5); review of materials re: EIN (0.2).	0.70	297.50
10/29/13	SAAB, SALLY K	Perform research re: assumed liabilities.	0.50	212.50
10/29/13	MANNAL, DOUGLAS	Correspond w/ B. Herzog re: tax settlement of REMIC and non-REMICs.	0.20	165.00
10/30/13	HERZOG, BARRY	Disc w/ S. Gee and R. Wade at the IRS re: pre-sub conf (.4); related follow up emails w/R. Cima (.3).	0.70	626.50
10/31/13	HERZOG, BARRY	Call w/ .R Cima and others re: pre-sub (0.5); rev. pre-sub letter and related materials (1.5); review J Demro analysis re: residual interests (0.9).	<u>2.90</u>	<u>2,595.50</u>
TOTAL			<u>66.40</u>	<u>\$47,198.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00015 (EXECUTORY CONTRACTS/UNEXPIRED LEASES)

January 31, 2014
Invoice No. 638507

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
SHIFER, JOSEPH A	ASSOCIATE	<u>1.10</u>	<u>764.50</u>
TOTAL		<u>1.10</u>	<u>\$764.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/23/13	SHIFER, JOSEPH A	Emails with S. Martin, AlixPartners team re contract rejections (.4)	0.40	278.00
10/29/13	SHIFER, JOSEPH A	Emails with S. Tandberg and M. Eisenberg re Normandale lease issues (.4), emails with S. Martin re same (.3)	<u>0.70</u>	<u>486.50</u>
TOTAL			<u>1.10</u>	<u>\$764.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

January 31, 2014
Invoice No. 638507

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	12.50	12,375.00
FRIEDMAN, ALAN R.	PARTNER	3.80	3,705.00
BENTLEY, PHILIP	PARTNER	29.80	26,671.00
MANNAL, DOUGLAS	PARTNER	39.70	32,752.50
FREJKA, ELISE S	SPEC COUNSEL	43.90	34,461.50
ZIDE, STEPHEN	ASSOCIATE	0.80	596.00
SHIFER, JOSEPH A	ASSOCIATE	61.40	42,673.00
RINGER, RACHAEL L	ASSOCIATE	0.10	56.00
KAUP, ANASTASIA N	ASSOCIATE	54.20	26,829.00
GUCCION, MARY K	ASSOCIATE	8.20	4,592.00
ALLARD, NATHANIEL	ASSOCIATE	1.70	722.50
DOVE, ANDREW	ASSOCIATE	47.80	31,309.00
BESSNER, DEBORAH	PARALEGAL	11.70	3,451.50
TOTAL		<u>315.60</u>	<u>\$220,194.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	KAUP, ANASTASIA N	Review (2.5) and analyze (2.0) approximately 150 proofs of claim re: securities litigation indemnification; prepare summary spreadsheet re: same (1.8); emails w/ A. Dove, J. Shifer re: same (.3).	6.60	3,267.00
10/01/13	BESSNER, DEBORAH	Compile precedent pleadings re reserve claims for J. Shifer and S. Zide (1); email E. Frejka Confidentiality Agreement (.1); compile documents re: Borrower Claims Trust (.3).	1.40	413.00
10/01/13	RINGER, RACHAEL L	E-mails with E. Frejka re: possible temporary allowance motion for borrower claim (.1)	0.10	56.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	BENTLEY, PHILIP	Attend meeting with Syncora, K. Eckstein re: Syncora claims settlement (2.7), and correspond with K. Eckstein re same (1.0); review (1.4) and analysis (1.6) of additional Syncora docs re: claims issues.	6.70	5,996.50
10/01/13	DOVE, ANDREW	Revise stipulation re settlement of securities claims (2.4) and confer w/ J. Beha of MoFo re same (.3). Review analysis of securities indemnification claims (1.4) and correspond w/ A. Kaup re same (.3).	4.40	2,882.00
10/01/13	SHIFER, JOSEPH A	Review claims register summary (1.7), follow up emails with M. Talarico re: same (.5), emails with J. Bessonette, C. Archer, and D. Mannal re allowed claims (.5).	2.70	1,876.50
10/01/13	FREJKA, ELISE S	Call with M.A. Gallagher regarding Kessler Settlement and PNC objection.	0.30	235.50
10/01/13	ECKSTEIN, KENNETH H.	Correspond w/ P. Bentley to prep for Syncora meeting (1.2), call w J. Dubel re Syncora (.4); meet with Syncora, P. Bentley re claim discussion and settlement meeting (2.7).	4.30	4,257.00
10/01/13	MANNAL, DOUGLAS	Prep for (1.2) and attend meeting w/ MoFo, Silverman, counsel for Kessler plaintiffs and Debtors' management re: borrower claims analysis (2.8).	4.00	3,300.00
10/02/13	ALLARD, NATHANIEL	Correspond w/ J. Shifer re: RMBS cure claims (.2), research re: same (.4); correspond w/ J. Shifer re: JSN claims (.1).	0.70	297.50
10/02/13	MANNAL, DOUGLAS	TCF w/ M. Strauss re: claims stip and info request.	0.50	412.50
10/02/13	BENTLEY, PHILIP	Review (.5) and analysis (1.1) re: Syncora claims and defenses, and call with A. Lawrence re same (0.5)	2.10	1,879.50
10/02/13	SHIFER, JOSEPH A	Emails with D. Mannal re non-borrower claims (.3), review stip re RMBS claims (.6) emails with R. Ringer and S. Zide re same (.3), emails with AlixPartners and Moelis teams re non-borrower claims (.3), emails with M. Talarico re same (.4).	1.90	1,320.50
10/02/13	BESSNER, DEBORAH	Email J. Shifer re: precedent for reserves motion.	0.20	59.00
10/02/13	FREJKA, ELISE S	Review and comment on draft objection to Robinson claim (.3).	0.30	235.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/02/13	ECKSTEIN, KENNETH H.	Call w/ J. Dermont re Syncora, confirmation (.5).	0.50	495.00
10/02/13	DOVE, ANDREW	Revise stipulation of settlement w/ NCUAB per additional comments (1.3) and correspond w/ MoFo and Zuckerman Spaeder re changes and comments (.6). Confer w/ A. Goldfarb of Zuckerman Spaeder re same (.2). Confer w/ N. Ornstein of Kirkland re NCUAB settlement issues (.3) and correspond re same (.2).	2.60	1,703.00
10/03/13	ALLARD, NATHANIEL	Correspond w/ J. Shifer re: cure claim, research re: same (.5).	0.50	212.50
10/03/13	FRIEDMAN, ALAN R.	Review pleadings re NJ Carpenters case (.4); emails with A. Dove re settlement issues (.3).	0.70	682.50
10/03/13	BENTLEY, PHILIP	Additional review (.3) and analysis (.5) of Syncora issues, and revise letter and doc request to Syncora (1.8)	2.60	2,327.00
10/03/13	DOVE, ANDREW	Revise (1.2) and finalize (.7) stipulation of settlement w/ NCUAB; and correspond w/ NCUAB re same (.4).	2.30	1,506.50
10/04/13	DOVE, ANDREW	Confer w/ M. Strauss re Rothstein settlement (.5). Attend portion of call w/ M. Strauss, N. Rosenbaum, and D. Mannal re debtors' production of diligence to Rothstein (.3). Review precedent class action settlement agreements (1.2) and draft Rothstein settlement agreement (.4). Correspond w/ West Virginia plaintiffs re settlement of claim (.4), review background materials (.8), attend call w/ plaintiffs' counsel, D. Mannal re: same(.4), and follow-up correspondence w/ D. Mannal re same (.2).	4.20	2,751.00
10/04/13	BENTLEY, PHILIP	Continue analysis of Syncora claims issues (.6) and review letter to Syncora re same (1.2).	1.80	1,611.00
10/04/13	BESSNER, DEBORAH	Email J. Sharret re: Sale Order, DOJ Settlement and Consent Order.	0.20	59.00
10/04/13	SHIFER, JOSEPH A	Emails with S. Zide re Okuneva claim (.2)	0.20	139.00
10/04/13	FREJKA, ELISE S	Review (1.5) and comment on (.8) Debtors' response to Thirty-First Omnibus objection.	2.30	1,805.50
10/04/13	MANNAL, DOUGLAS	TCF w/ M. Strauss, MoFo, and A. Dove re: settlement and disclosure re: claims (1.3); TCF w/ counsel for W. Virginia, A. Dove re: claim (.4).	1.70	1,402.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/04/13	SHIFER, JOSEPH A	Emails with E. Frejka re Bollinger settlement (.3),	0.30	208.50
10/05/13	DOVE, ANDREW	Draft stipulation settling putative class action claims (4.0). Further draft same (3.0)	7.00	4,585.00
10/06/13	DOVE, ANDREW	Further draft stipulation settling putative class action (4.0), revise same (3.5).	7.50	4,912.50
10/06/13	SHIFER, JOSEPH A	Emails with S. Zide re RMBS claims (.3)	0.30	208.50
10/07/13	SHIFER, JOSEPH A	Correspond with M. Eisenberg re non-borrower claims (.4), emails with M. Talarico re allowed claims (.3), review unliquidated claims (1.3).	2.00	1,390.00
10/07/13	BESSNER, DEBORAH	Compile Unliquidated claims for J. Shifer (.7); correspond w/ S. Zide re: claims documents (.4).	1.10	324.50
10/07/13	FREJKA, ELISE S	Correspond with A. Dove regarding structure of Rothstein settlement (.2); review (.8) and comment on (.4) Rothstein settlement agreement.	1.40	1,099.00
10/07/13	DOVE, ANDREW	Confer w/ J. Beha of MoFo re diligence issues re claim settlement (.3).	0.30	196.50
10/07/13	MANNAL, DOUGLAS	TCF w/ counsel for W Virginia re: settlement of claims and subordination (.2); revise Rothstein settlement agreement (1.4); correspond w/ A Dove re: PSCs, NJ Carpenters and Rothstein claims (.2).	1.80	1,485.00
10/08/13	DOVE, ANDREW	Attend call w/ D. Mannal and West Virginia Investment Management Board re settlement of its claim (.8). Confer w/ D. Mannal (.3) and review documents in preparation for same (.4). Draft stipulation of settlement (2.7).	4.20	2,751.00
10/08/13	SHIFER, JOSEPH A	Correspond with D. Mannal and A. Dove re indemnity claims (.6), review claims re same (.7), emails with J. Sharret and R. Ringer re same (.2), numerous emails with M. Talarico re claims analysis (.7).	2.20	1,529.00
10/08/13	MANNAL, DOUGLAS	TCF w/ A. Dove and counsel for W. Virginia securities claim re: settlement of claim (.8); draft email re: summary of settlement re: same (.7); provide comments to FHFA confi (.6); office conference with A. Dove re: same (.3); Correspond w/ UCC member's counsel re: FHFA confi (.5).	2.90	2,392.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/09/13	KAUP, ANASTASIA N	Review securities litigation indemnification proofs of claim (2.9); summarize same (.7); Correspond w/ J. Shifer, A. Dove re: same (.4).	4.00	1,980.00
10/09/13	SHIFER, JOSEPH A	Calls with M. Talarico re non-borrower claims (2.3), review POCs and claims register re same (.8), review securities indemnification claims (.6), correspond with A. Kaup re same (.3), emails to D. Mannal re same (.2).	4.20	2,919.00
10/09/13	BESSNER, DEBORAH	Email E. Frejka omnibus claims objections exhibits.	0.50	147.50
10/09/13	DOVE, ANDREW	Revise stipulation of class action settlement w/ Rothstein plaintiffs (4.9) and confer w/ plaintiffs' counsel (1.0) and MoFo (.3) re same.	6.20	4,061.00
10/10/13	FREJKA, ELISE S	Review stipulation between Debtors and Alliance Financial regarding allowance of claim (.2); email with J. Walsh regarding revisions to Kessler Final Order (.2).	0.40	314.00
10/10/13	SHIFER, JOSEPH A	Emails with M. Talarico and S. Tandberg re claims analysis (.4), research re disputed claims reserve motion (1.2)	1.60	1,112.00
10/10/13	MANNAL, DOUGLAS	Revise Borrower True-up presentation	1.30	1,072.50
10/11/13	FREJKA, ELISE S	Call with J. Walsh, M.A. Gallagher regarding judgment reduction and bar order in Kessler final order (.2); revise judgment reduction language in Kessler final order (.3); emails with F. Walters, D. Flanigan regarding same (.1).	0.60	471.00
10/14/13	BESSNER, DEBORAH	Email precedent claims reserve motions to A. Kaup.	0.20	59.00
10/14/13	KAUP, ANASTASIA N	Correspond w/ J. Shifer, D. Bessner re: disputed claims reserve (.3); prepare chart summarizing securities litigation indemnification claims (1.1); emails w/ J. Shifer, A. Dove re: same (.2)..	1.60	792.00
10/14/13	ZIDE, STEPHEN	Correspond with D. Mannal and R. Ringer re research on payment of professional fees (.8).	0.80	596.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/14/13	FREJKA, ELISE S	Review revised Moore term sheet (.3); call with N. Rosenbaum regarding same (.2); review revised draft Guerra settlement agreement (.2); call with J. Wishnew regarding same (.2); conference call with F. Walters, D. Flanigan, M.A. Gallagher, J. Walsh, J. Wishnew regarding Kessler Final Order and revisions to same (.6); correspond with D. Mannal regarding same (.1).	1.60	1,256.00
10/14/13	BENTLEY, PHILIP	Review Syncora's proposed scheduling order.	0.20	179.00
10/14/13	DOVE, ANDREW	Correspond w/ J. Shifer re indemnification claims (.2). Review claims re same (.7) and summary chart prepared by A. Kaup (.2).	1.10	720.50
10/14/13	SHIFER, JOSEPH A	Emails with A. Dove and A. Kaup re securities claims (.2), review POCS re same (.7)	0.90	625.50
10/15/13	BESSNER, DEBORAH	Compile proofs of claim for A. Kaup.	0.50	147.50
10/15/13	KAUP, ANASTASIA N	Draft portion of Disputed Claims Reserve motion (4.0); review precedent examples re: same (2.9); Correspond w/ J. Shifer, R. Ringer re: same (.4), further draft same (3.1).	10.40	5,148.00
10/15/13	BENTLEY, PHILIP	Analyze Syncora's response to Defendants' claim objection (2.4), and e-mails with L. Pettit re same (.3).	2.70	2,416.50
10/15/13	SHIFER, JOSEPH A	Email with A. Kaup and D. Mannal re securities claims (.2)	0.20	139.00
10/15/13	FREJKA, ELISE S	Correspond with D. Mannal regarding status of Moore settlement (.1); review comments from Alliance counsel to stipulation resolving claim (.2); email with R. Lapowsky, J. Wishnew regarding same (.2); review revised order regarding Kessler settlement (.1); emails with M.A. Gallagher, F. Walter, D. Flanigan regarding same (.2); discussion with D. Flanigan, F. Walters regarding opt out for Kessler settlements, strategy regarding PNC (.3); review Walker settlement and email with J. Petts regarding same (.1).	1.20	942.00
10/16/13	KAUP, ANASTASIA N	Draft (3.7) and revise (3.0) portion of Disputed Claims Reserve motion; review precedent examples (1.6), review case law re: same (1.2); Correspond w/ J. Shifer re: same (.7); review select securities litigation indemnification POCs (.2); emails w/ A. Dove re: same (.1).	10.50	5,197.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/16/13	BENTLEY, PHILIP	Analyze issues raised by Syncora's response re: claims objection (2.0); and correspond with K. Eckstein and D. Mannal (0.3) re same	2.30	2,058.50
10/16/13	FRIEDMAN, ALAN R.	Call w/ E. Frejka re: judgment reduction re: Kessler (.2), follow up correspondence w/ E. Frejka re: same (.2).	0.40	390.00
10/16/13	SHIFER, JOSEPH A	Emails with D. Mannal and M. Talarico re disputed claims (.6)	0.60	417.00
10/16/13	FREJKA, ELISE S	Revise Rothstein settlement agreement (3.1); correspond with A. Dove regarding same (1.2); call with A. Friedman regarding judgment reduction for Rothstein (.2); review revised term sheet regarding resolution of Moore class action (.2); provide comments to same (.7).	5.40	4,239.00
10/16/13	MANNAL, DOUGLAS	Prepare for Syncora settlement meeting (1.9).	1.90	1,567.50
10/17/13	KAUP, ANASTASIA N	Draft (1.0) and revise (.4) portion of Disputed Claims Reserve motion; confer and emails w/ J. Shifer re: same (.1); review select proofs of claim re: litigation (3.6); summarize same, emails w/ A. Dove re: same (.2), further review proofs of claim re: same (2.0).	7.30	3,613.50
10/17/13	BENTLEY, PHILIP	Review e-mails re Syncora claims issues.	0.10	89.50
10/17/13	BESSNER, DEBORAH	Correspond with D. Eggermann re Ambac and Assured claims (.4); correspond with J. Shifer re same (.3), Compile Ambac and Assured claims (1), update chart re same (.4).	2.10	619.50
10/17/13	BESSNER, DEBORAH	Compile numerous proofs of claim for A. Kaup.	3.00	885.00
10/17/13	DOVE, ANDREW	Revise stipulation of settlement of Rothstein class action claims per comments from K&E, MoFo (2.0), and perform further internal review (2.5). Correspond w/ E. Frejka re same (.8).	5.30	3,471.50
10/17/13	SHIFER, JOSEPH A	Review stipulation re CalHFA (.6), emails with A. Barrage re same (.2), review Ambac claims (1.3), emails with D. Eggermann and D. Bessner re same (.5), emails with M. Talarico and D. Mannal re disputed claims (.6), follow up emails with D. Horst re: same (.2), emails with L. Parsons re same (.2), emails with N. Ornstein and R. Schrock re JSN pay down (.2), emails with J. Wishnew and N. Rosenbaum re CIBM claims (.3).	4.10	2,849.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/17/13	ECKSTEIN, KENNETH H.	Call w/ J. Dubel re Syncora issues (.4).	0.40	396.00
10/18/13	KAUP, ANASTASIA N	Analyze contribution and indemnification POCs (2.8); draft summary re: same (.4); correspond w/ A. Dove re: same (.7).	3.90	1,930.50
10/18/13	SHIFER, JOSEPH A	Review CIBM claim (.6), call with D. Horst and N. Rosenbaum re same (.8).	1.40	973.00
10/18/13	BENTLEY, PHILIP	Call with A. Lawrence re Syncora claims issues.	0.30	268.50
10/18/13	BESSNER, DEBORAH	Compile CHFA proofs of claim.	0.30	88.50
10/18/13	FREJKA, ELISE S	Emails with J. Shifer, S. Zide regarding Moore term sheet (.2); call with J. Bernbrock regarding Rothstein (.3); call with M.A. Gallagher, J. Walsh regarding Kessler strategy regarding PNC (.2); review borrower objection to PNC settlement (.2); review Ally comments to Rothstein settlement (.1); review Debtors comments to Moore term sheet and comment (.2); comment on Guerra settlement agreement (.2).	1.40	1,099.00
10/18/13	MANNAL, DOUGLAS	Prep for (.4) and TCF w/ counsel for FHFA re: potential settlement of claims against estate and AFI (1.1); research treatment of FHFA on RMBS settlement (.9); review Moore term sheet settlement (.3).	2.70	2,227.50
10/18/13	ECKSTEIN, KENNETH H.	Call with J. Dubel re Syncora, trial, JSN (.7).	0.70	693.00
10/18/13	ECKSTEIN, KENNETH H.	C/w A. Glenn re FHFA claim and settlement issues (.6).	0.60	594.00
10/20/13	SHIFER, JOSEPH A	Correspond with D. Eggermann re Ambac claims (.4), research re same (.7), email with D. Eggermann re same (.6).	1.70	1,181.50
10/21/13	KAUP, ANASTASIA N	Emails w/ N. Allard, D. Bessner re: claims inquiry from borrower (.2).	0.20	99.00
10/21/13	BENTLEY, PHILIP	Perform extensive additional analysis of Syncora claims (3.2), and conf call A. Lawrence, A. Barrage, K. Sadeghi re: same (1.2) and call with J. Dermont re: same (.4); correspond with L. Petit and G. Liu re: same (.4).	5.20	4,654.00
10/21/13	FRIEDMAN, ALAN R.	Conf. call w/ counsel in Kessler, E. Frejka re: PNC claim (.4); correspond w/ E. Frejka re: Kessler and potential objection (.1).	0.50	487.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/21/13	BESSNER, DEBORAH	Compile Wells Fargo notice of cure claims for P. Bentley.	0.10	29.50
10/21/13	FREJKA, ELISE S	Review GM Insurers objection to plan (.7); emails with M. Helland regarding Bollinger settlement structure (.2) emails with A. Friedman regarding Kessler and PNC objection (.3); emails with J. Walsh, M.A. Gallagher regarding PNC objection (.2); review email from F. Walters regarding PNC (.1); conference call with J. Walsh, M.A. Gallagher, A. Friedman, J. Wishnew, M. Biggers, A. Friedman, N. Rosenbaum regarding strategy for Kessler settlement in connection with PNC (.4); correspond with A. Friedman regarding judgment reduction issues (.2); emails with D. Flanigan regarding PNC position (.1); follow up review of Mitchell settlement (.2).	2.40	1,884.00
10/21/13	MANNAL, DOUGLAS	Review Company's draft presentation on GUC claims (1.3); TCF with Company, FTI re: same (1.9); review FHFA loss information (.7).	3.90	3,217.50
10/22/13	SHIFER, JOSEPH A	Review presentation re disputed claims (.8), call with M. Talarico, D. Horst, and N. Rosenbaum re same (1.4), follow up correspondence with D. Mannal re; same (.2), emails with M. Talarico re same (.3), research re claims estimation (1.2).	3.90	2,710.50
10/22/13	KAUP, ANASTASIA N	Correspond w/ E. Frejka, J. Shifer re: borrower-related claims issues (.2).	0.20	99.00
10/22/13	BENTLEY, PHILIP	E-mails with A. Lawrence re Syncora issues	1.20	1,074.00
10/22/13	FREJKA, ELISE S	Correspond with J. Shifer regarding voting (.4); research specific claims (1.0); call with D. Harris, J. Morrow regarding voting issues and treatment of class claims (1.3); research specific borrower claims (.8); review Flinn plan objection (.4); emails with F. Walters regarding Kessler vote (.4).	4.30	3,375.50
10/22/13	FREJKA, ELISE S	Correspond with J. Shifer regarding voting (.4); research specific claims (1.0); call with D. Harris, J. Morrow regarding voting issues and treatment of class claims (1.3); research specific borrower claims (.8); review Flinn plan objection (.4); emails with F. Walters regarding Kessler vote (.4).	3.10	2,433.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/22/13	MANNAL, DOUGLAS	TCF with counsel for Syncora re: need for additional info re: claim (.4); research FHFA loss information, including different types of securities claims (2.9); correspond w/ A. Dove re: same (.3).	3.60	2,970.00
10/22/13	ECKSTEIN, KENNETH H.	Call with A. Glenn re FHFA issues (.3); call with R. Schrock re FHFA and API (.4); correspond w/ D. Mannal re same (.5).	1.20	1,188.00
10/23/13	SHIFER, JOSEPH A	Review Midland confi (.8), emails with E. Richards re same (.2), correspond with R. Ringer re same (.2)	1.20	834.00
10/23/13	BENTLEY, PHILIP	Review Moelis analysis of Syncora settlement value	0.40	358.00
10/23/13	FRIEDMAN, ALAN R.	Analyze Kessler objection (.5); research re: Kessler objection (.4); correspond. re: objection with E. Frejka (.1).	1.00	975.00
10/23/13	ECKSTEIN, KENNETH H.	Call with R. Schrock re FHFA.	0.50	495.00
10/23/13	FREJKA, ELISE S	Call with F. Walters, D. Flanigan regarding Sinclair objection to Kessler settlement (.8); call with J. Walsh regarding PNC objection (.3); follow up regarding Alliance stipulation with J. Wishnew (.1).	1.20	942.00
10/24/13	GUCCION, MARY K	Conf. w/ J. Shifer re landlord claim cap assignment (.4); research standard re same (2.7); draft memo re standard for J. Shifer (.9).	4.00	2,240.00
10/24/13	BENTLEY, PHILIP	Call with Moelis and K. Eckstein re Syncora strategy (0.9), and follow-up correspondence with K. Eckstein re: same (0.2)	1.10	984.50
10/24/13	SHIFER, JOSEPH A	Revisions to MidFirst confi (.4), emails with D. Mannal re same (.7), email to N. Rosenbaum re same (.2), research re rejection damages (1.3), confs with M. Guccion re same (.4), emails with S. Zide re WFBNA claims (.4), review POCs re same (.7), confs with N. Ornstein re same (.3), emails with D. Harris re same (.3), review disputed claims reserve presentation (1.2).	5.90	4,100.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/24/13	FREJKA, ELISE S	Call with J. Wishnew regarding structure of Mitchell settlement, borrower causes of action (.3); review McGuinty response to objection (.8); review Gandrup response to objection (.3); review Sinclair objection to Kessler settlement (.2); review revised Moore term sheet and comment to N. Rosenbaum (.3); review cumulative comments to Rothstein settlement (1.2).	3.10	2,433.50
10/24/13	ECKSTEIN, KENNETH H.	Call with Moelis re Syncora analysis (.7); review revised analysis and provide comments on same (.5).	1.20	1,188.00
10/24/13	ECKSTEIN, KENNETH H.	Review FHFA, DOJ objection (.8), correspond w/ D. Mannal re: same (.4).	1.20	1,188.00
10/25/13	KAUP, ANASTASIA N	Research re: claims estimation issues (3.0).	3.00	1,485.00
10/25/13	GUCCION, MARY K	Correspond w/ J. Shifer re landlord claim (.2); research standard re allowance of same (3.7).	3.90	2,184.00
10/25/13	BENTLEY, PHILIP	Review (.8) and comment (.7) on Moelis' Syncora settlement analysis.	1.50	1,342.50
10/25/13	DOVE, ANDREW	Confer w/ N. Rosenbaum re Rothstein stipulation (.7). Attend portion of call w/ Rothstein plaintiffs, E. Frejka and MoFo re same (1.2). Confer w/ Kirkland in follow-up to same (.2). Review comments to Rothstein stipulation (.3) and confer w/ E. Frejka (.3) in preparation for call w/ plaintiffs and MoFo.	2.70	1,768.50
10/25/13	SHIFER, JOSEPH A	Review GVC settlement motion (.3), email with E. Richards re same (.2), correspond with R. Ringer re same (.2), revisions to MidFirst confi (.3), emails with N. Rosenbaum re same (.2), confs with J. Donnell and D. Harris re WFBNA claims (.4).	1.60	1,112.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/25/13	FREJKA, ELISE S	Call with J. Wishnew regarding resolution of Mitchell class action claim, structure of agreement, causes of action based on failure to grant loan modification (.8); call with J. Krell regarding causes of action related to loan modifications (.4); review relevant case law and progeny re: same (1.7); review draft Committee submission on borrower causes of action related to loan modifications (1.8); conference call with A. Dove, J. Bernbaum, N. Rosenbaum, L. Delahey, B. Thompson, R. Lin, K. Fitz-Patrick, M. Strauss, N. Orenstein, M. Augustine regarding cumulative comments to Rothstein settlement (1.6).	6.30	4,945.50
10/25/13	MANNAL, DOUGLAS	TCF with counsel for Syncora re: discovery (.4); emails re: same with R. Rainer (.3); correspond with J. Shifer re: claims presentation (.3).	1.00	825.00
10/25/13	ECKSTEIN, KENNETH H.	Call with Moelis re Syncora issues (.5), call with J. Dubel re Syncora, other issues (.6).	1.10	1,089.00
10/26/13	SHIFER, JOSEPH A	Emails with D. Mannal, M. Talarico, N. Rosenbaum, and A. Gibler re unit allocation analysis (.7)	0.70	486.50
10/27/13	GUCCION, MARY K	Conf. w/ J. Shifer re standard for landlord claims.	0.30	168.00
10/27/13	SHIFER, JOSEPH A	Call with J. Wishnew, N. Rosenbaum, and M. Talarico re disputed claims presentation (1.1), follow up emails with D. Mannal re same (.3), correspond with M. Talarico re revisions to same (.7), review (.7) and revise (.8) disputed claims presentation, call with D. Mannal re same (1.2), revisions (.8) and research (1.8) re same, emails with A. Gibler re same (.4), confs with M. Guccion re landlord claims (.3).	8.10	5,629.50
10/27/13	MANNAL, DOUGLAS	Review GUC claims presentation (.6); provide comments to same (1.1); Call with J. Shifer re: same (1.2).	2.90	2,392.50
10/28/13	KAUP, ANASTASIA N	Emails w/ J. Shifer re: disputed claims reserve motion research (.2); emails w/ J. Shifer, A. Dove re: research into claims and related litigation issues (.1); review dozens of claims re: borrowers (3.4).	3.70	1,831.50
10/28/13	ALLARD, NATHANIEL	Review claims procedures and correspond w/ J. Shifer re: same.	0.50	212.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/28/13	SHIFER, JOSEPH A	Correspond with D. Mannal re disputed claims reserve (.5), follow up correspond re: same with M. Talarico (1.2), review revised presentation re same (1.7), call with D. Horst, Mofo team re servicing claims (2.6).	6.00	4,170.00
10/28/13	FREJKA, ELISE S	Analysis of Campos Carranza class action (1.7); correspond re: same with D. Mannal (.1); call with N. Rosenbaum regarding same (.2).	2.00	1,570.00
10/28/13	MANNAL, DOUGLAS	Attend conference call with MoFo and company re: claims analysis (.8); review revised GUC presentation (.4); email with J. Shifer re: same (.2); email with FTI re: same (.3).	1.70	1,402.50
10/28/13	ECKSTEIN, KENNETH H.	Review Syncora claims issues (.8).	0.80	792.00
10/29/13	KAUP, ANASTASIA N	Research re: Section 502/claims issues (2.3); emails w/ J. Shifer, A. Dove re: same (.2).	2.50	1,237.50
10/29/13	FRIEDMAN, ALAN R.	Review draft reply re: Kessler.	0.50	487.50
10/29/13	BENTLEY, PHILIP	Emails with D. Mannal re Syncora claims issues.	0.20	179.00
10/29/13	SHIFER, JOSEPH A	Review Mortgage Network settlement memo (.6), emails with S. Tandberg re same (.3), emails with E. Richards re same (.4), review revised disputed claims reserve presentation (1.3), correspond with S. Zide re same (.3), emails with D. Mannal and J. Brodsky re disputed claims (.4), emails with A. Gibler and M. Talarico re same (.6)	3.90	2,710.50
10/29/13	FREJKA, ELISE S	Emails with F. Walters, J. Wishnew regarding Mitchell stipulation (.2).	0.20	157.00
10/29/13	MANNAL, DOUGLAS	Correspond w/ K. Eckstein re: Syncora claim negotiations (.5); TCF w/ counsel for Syncora re: questions re: same (.6); follow-up call with counsel for Syncora on additional issues (.3); revise Syncora settlement agreement (1.3); review Silverman memo on mortgage modification claims (.8); comment on GUC presentation (.2); correspond with J. Shifer re: same (.4).	4.10	3,382.50
10/30/13	KAUP, ANASTASIA N	Emails w/ J. Shifer, A. Dove re: securities litigation indemnification claims issues (.2).	0.20	99.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/30/13	SHIFER, JOSEPH A	Emails with M. Talarico and A. Gibler re disputed claims reserve (.7), review revised presentation re same (.5), call with D. Mannal and J. Brodsky re same (.7), confer with D. Bessner re large claims analysis (.4), review same (.2).	2.50	1,737.50
10/30/13	BESSNER, DEBORAH	Determine aggregate amounts of large claims for each Debtor group (1.7); discuss same with J. Shifer (.4).	2.10	619.50
10/30/13	BENTLEY, PHILIP	Correspond with D. Mannal and R. Ringer re Syncora settlement (.2) and e-mails with same re same (.3)	0.50	447.50
10/30/13	FRIEDMAN, ALAN R.	Review and provide comments re: Kessler PNC reply draft.	0.50	487.50
10/30/13	FREJKA, ELISE S	Review (1.0) and comment on (.5) Debtors' response to PNC objection; correspond with A. Friedman regarding same (.2); prepare for call with N. Rosenbaum, L. Delahey regarding Campos Carranza (.8); conference call with L. Delahey, D. Booth, N. Rosenbaum regarding strategy for dealing with claim (.8); analysis of Debtors' submission regarding claims based on mortgage modification (1.2).	4.50	3,532.50
10/30/13	MANNAL, DOUGLAS	Prep for (.4) and attend call with J. Shifer and J. Brodsky re: GUC analysis (.7); provide comments to presentation re: same (1.1).	2.20	1,815.00
10/31/13	BENTLEY, PHILIP	Edit draft stip approving Syncora settlement (0.6), and correspond with N. Allard, D. Mannal and A. Lawrence re same (0.3)	0.90	805.50
10/31/13	KAUP, ANASTASIA N	Emails w/ J. Shifer re: disputed claims reserve research (.1).	0.10	49.50
10/31/13	FRIEDMAN, ALAN R.	Review comments re: Kessler papers	0.20	195.00
10/31/13	SHIFER, JOSEPH A	Emails with N. Ornstein and D. Harris re WFBNA claims (.7), correspond with N. Allard re Syncora stipulation (.4), email to N. Allard re same (.5), draft stipulation re WFBNA claims (1.3), emails with D. Harris and N. Ornstein re same (.4).	3.30	2,293.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/31/13	MANNAL, DOUGLAS	Call w/ UCC members re: Syncora settlement (.3); Correspond with Wells re: same (.2); revise draft stipulation re: Syncora settlement (1.8); TCF with J. Dubel re: same (.1); review comments to FHFA stip (.2); revise same (.4); email with Syncora counsel re: stipulation terms (.2); email with MoFo re: Syncora stip (.3).	3.50	2,887.50
10/31/13	FREJKA, ELISE S	Review claims designated for inclusion in next omnibus objection (.4); conference call with R. Nosek, B. Powers, L. Delahey, D. Horst, M. Eisenberg, J. Wishnew regarding same and strategy for resolving claims (.8); review and comment on Cronk revised settlement agreement (.5); review and comment on revised Throm settlement agreement (.2).	<u>1.90</u>	<u>1,491.50</u>
TOTAL			<u>315.60</u>	<u>\$220,194.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00017 (CREDITOR INQUIRIES)

January 31, 2014
Invoice No. 638507

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ALLARD, NATHANIEL	ASSOCIATE	0.80	340.00
BESSNER, DEBORAH	PARALEGAL	<u>1.60</u>	<u>472.00</u>
TOTAL		<u>2.40</u>	<u>\$812.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/03/13	BESSNER, DEBORAH	Update ResCap hotline log.	0.20	59.00
10/14/13	BESSNER, DEBORAH	Update call log re ResCap KL Hotline.	0.40	118.00
10/15/13	ALLARD, NATHANIEL	Respond to creditor inquiries, correspond w/ S. Zide re: same.	0.20	85.00
10/16/13	ALLARD, NATHANIEL	Respond to creditor inquiries (.3), correspond w/ D. Bessner, S. Zide, KCC re: same (.3).	0.60	255.00
10/21/13	BESSNER, DEBORAH	Log and return phone calls from the ResCap KL hotline.	<u>1.00</u>	<u>295.00</u>
TOTAL			<u>2.40</u>	<u>\$812.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00018 (RETENTION OF PROFESSIONALS)

January 31, 2014
Invoice No. 638507

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	2.80	2,772.00
MANNAL, DOUGLAS	PARTNER	6.30	5,197.50
ZIDE, STEPHEN	ASSOCIATE	6.00	4,470.00
RINGER, RACHAEL L	ASSOCIATE	11.20	6,272.00
ALLARD, NATHANIEL	ASSOCIATE	8.90	3,782.50
BESSNER, DEBORAH	PARALEGAL	<u>4.30</u>	<u>1,268.50</u>
TOTAL		<u>39.50</u>	<u>\$23,762.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	RINGER, RACHAEL L	Revise Brodsky engagement letter and retention application per Debtors' comments, correspond re: same with D. Mannal (.4)	0.40	224.00
10/01/13	ECKSTEIN, KENNETH H.	Call with M. Puntus, J. Dubel, P. McElvain re CVP fee issues (1.7)	1.70	1,683.00
10/01/13	ZIDE, STEPHEN	Correspond with K. Eckstein and M. Puntus re revised engagement for JSN trial (.6); draft detailed email to UCC subcommittee re same (1); follow up call with subcommittee re same (.8); speak with K. Handley and P. McElvain re same (.8).	3.20	2,384.00
10/01/13	ECKSTEIN, KENNETH H.	Call with comp Subcommittee re CVP fee (.8).	0.80	792.00
10/02/13	RINGER, RACHAEL L	Revise Brodsky retention application and engagement letter, e-mail with J. Brodsky re: same (.3) Correspond w/ S. Zide re: Quest engagement letters (.2)	0.50	280.00
10/02/13	BESSNER, DEBORAH	Compile draft Quest Retention Application for R. Ringer.	0.30	88.50
10/02/13	ECKSTEIN, KENNETH H.	Call with M. Puntus re CVP fee update (.3).	0.30	297.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00018 (RETENTION OF PROFESSIONALS)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/03/13	ZIDE, STEPHEN	Review revised Centerview application and speak with Centerview re same (.5).	0.50	372.50
10/04/13	ALLARD, NATHANIEL	Perform research re: retention of liquidating trustees (3.5), correspond w/ R. Ringer, D. Mannal re: same (.3)	3.80	1,615.00
10/04/13	MANNAL, DOUGLAS	TCF w/ UST re: Brodsky/Quest retention (.6); emails and call w/ R. Ringer re: same (.5).	1.10	907.50
10/04/13	RINGER, RACHAEL L	Emails and call with D. Mannal re: Quest Engagement letter (.5), correspondence with N. Allard re: retention of liquidating trustees (.3).	0.80	448.00
10/06/13	ZIDE, STEPHEN	Call with D. Mannal, N. Allard and R. Ringer re UCC statement re Kruger success fee (.4); review same (.2); follow up emails and comments w/ same re same (.2); call with R. Ringer re same (.1).	0.90	670.50
10/06/13	RINGER, RACHAEL L	Revise Quest retention application and engagement letter (1.5), call/e-mails with D. Mannal re: same (.5), further revise retention application (.3), call w/ D. Mannal, S. Zide, N. Allard re: CRO success fee, revise statement re: same (.4), numerous e-mails with S. Zide, N. Allard and D. Mannal re: same (1.3), call w/ S. Zide re: same (.1), revise CRO Success Fee Statement (.6).	4.70	2,632.00
10/06/13	MANNAL, DOUGLAS	Review Quest retention application (.3); email w/ J. Brodsky re: same (.2); call w/ J. Dubel re: same (.2); revise Quest engagement letter and retention app (.6); email and call with R. Ringer re: same (.5); revise CRO success fee statement (.4); call w/ R. Ringer, N. Allard, and S. Zide re: CRO success statement revisions (.4); further revisions to the Quest retention app (.2).	2.80	2,310.00
10/07/13	ALLARD, NATHANIEL	Review Centerview engagement letter, correspond w/ S. Zide re: same (.4).	0.40	170.00
10/07/13	ZIDE, STEPHEN	Call with K. Chopra re Centerview fee (.2).	0.20	149.00
10/07/13	MANNAL, DOUGLAS	Revise draft Brodsky retention app and engagement letter (.4); o/c w/ R. Ringer re: same (.2); email to UST re: same (.2); revise UCC Statement re: CRO success fee (.3).	1.10	907.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00018 (RETENTION OF PROFESSIONALS)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/07/13	RINGER, RACHAEL L	Revise Quest retention application and engagement letter (.4); emails with D. Mannal and S. Zide re: same, emails to Committee members re: same (.2), discussion with B. Masumoto re: same (.5), e-mails with J. Brodsky and D. Mannal re: same (.2), meet with D. Mannal re: Brodsky retention application (.2).	1.50	840.00
10/08/13	BESSNER, DEBORAH	Review statement of CRO success fee (.5), file (.3) and serve (.3) the Committee Statement re CRO Success fee.	1.10	324.50
10/08/13	MANNAL, DOUGLAS	Revise UCC statement on success fee (.3); TCF w/ J. Dubel re: same (.2); email with K. Eckstein re: same (.2).	0.70	577.50
10/09/13	ALLARD, NATHANIEL	Revise CVP engagement amendment letter per S. Zide comments (.5), correspond w/ S. Zide, R. Ringer re: same (.4).	0.90	382.50
10/09/13	ZIDE, STEPHEN	Correspond with K. Chopra and N. Allard re revised Centerview engagement letter on crediting (.8).	0.80	596.00
10/09/13	MANNAL, DOUGLAS	Revise formal Quest retention app (.4); email to UCC re: same (.2).	0.60	495.00
10/09/13	RINGER, RACHAEL L	Revise order re: Quest engagement to reflect UST comments (.4).	0.40	224.00
10/10/13	ALLARD, NATHANIEL	Revise Quest retention application (.8); review and cite check same (1.8), correspond w/ R. Ringer and D. Bessner re: same (.5)	3.10	1,317.50
10/10/13	RINGER, RACHAEL L	E-mails with D. Bessner re: Quest retention application (.5), review and finalize retention application (1.3)	1.80	1,008.00
10/10/13	BESSNER, DEBORAH	Compile Quest retention application for filing (1.5), file (.3) and serve (.3) same.	2.10	619.50
10/10/13	ZIDE, STEPHEN	Emails with K. Chopra re revised engagement (.1). Emails with D. Mannal and N. Allard re KL work plan for J. Brodsky (.3).	0.40	298.00
10/11/13	ALLARD, NATHANIEL	Correspond w/ AlixPartners re: notices of appearances, review same (.3).	0.30	127.50
10/11/13	RINGER, RACHAEL L	Coordinate with Pachulski re: CLM retention application (.2)	0.20	112.00
10/14/13	RINGER, RACHAEL L	Review CVP supplemental retention, comment on same (.5)	0.50	280.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00018 (RETENTION OF PROFESSIONALS)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/15/13	ALLARD, NATHANIEL	Correspond w/ AlixPartners re: recent notices of appearance, review same (.4).	0.40	170.00
10/21/13	RINGER, RACHAEL L	Review and finalize Brodsky retention order, finalize UCC professionals work plan and e-mail same to J. Brodsky (.4)	0.40	224.00
10/21/13	BESSNER, DEBORAH	Proofread proposed order re Quest retention application.	0.30	88.50
10/25/13	BESSNER, DEBORAH	File (.3) and serve (.2) AlixPartners supplemental declaration.	<u>0.50</u>	<u>147.50</u>
TOTAL			<u>39.50</u>	<u>\$23,762.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)

January 31, 2014
Invoice No. 638507

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
MANNAL, DOUGLAS	PARTNER	0.30	247.50
ZIDE, STEPHEN	ASSOCIATE	0.50	372.50
RINGER, RACHAEL L	ASSOCIATE	1.20	672.00
KAUP, ANASTASIA N	ASSOCIATE	0.20	99.00
ALLARD, NATHANIEL	ASSOCIATE	14.70	6,247.50
BECKER, BRYON	PARALEGAL	<u>1.10</u>	<u>324.50</u>
TOTAL		<u>18.00</u>	<u>\$7,963.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	ALLARD, NATHANIEL	Review June bill for privilege issues in preparation for next interim fee application (.5).	0.50	212.50
10/02/13	RINGER, RACHAEL L	Review billing for privilege and confidentiality issues in preparation for next interim fee application (.3)	0.30	168.00
10/03/13	BECKER, BRYON	Begin preparing cover letter for August bill.	0.90	265.50
10/03/13	ZIDE, STEPHEN	Emails with D. Mannal re professional work plan for the UCC (.4).	0.40	298.00
10/07/13	MANNAL, DOUGLAS	Revise fee estimates for J. Brodsky (.2); correspond w/ K. Eckstein re same (.1).	0.30	247.50
10/18/13	ZIDE, STEPHEN	Emails with R. Ringer re fee applications (.1).	0.10	74.50
10/18/13	RINGER, RACHAEL L	Emails with S. Zide re: fee app (.2); emails with K. Eckstein and D. Mannal re: fee app schedule, call with MoFo re: same (.4).	0.60	336.00
10/22/13	ALLARD, NATHANIEL	Draft portions of fourth interim fee application (2.0).	2.00	850.00
10/23/13	ALLARD, NATHANIEL	Draft portions of fourth interim fee application (2.8), correspond w/ A. Kaup re: same (.1).	2.90	1,232.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/23/13	BECKER, BRYON	Correspond w/ R. Ringer, N. Allard re preparation of fourth interim fee applications.	0.20	59.00
10/25/13	KAUP, ANASTASIA N	Draft portion of fee application re: automatic stay, borrower, foreclosure, and adversary proceeding matters (.1); T/C and emails w/ N. Allard re: same (.1).	0.20	99.00
10/25/13	ALLARD, NATHANIEL	Draft fourth interim fee application.	2.50	1,062.50
10/25/13	RINGER, RACHAEL L	Emails with Committee professionals re: fee application deadlines (.3).	0.30	168.00
10/27/13	ALLARD, NATHANIEL	Draft fourth interim fee application.	2.20	935.00
10/28/13	ALLARD, NATHANIEL	Draft fourth interim fee application (2.8).	2.80	1,190.00
10/29/13	ALLARD, NATHANIEL	Draft fourth interim fee application.	<u>1.80</u>	<u>765.00</u>
TOTAL			<u>18.00</u>	<u>\$7,963.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00020 (AUTOMATIC STAY)January 31, 2014
Invoice No. 638507**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
FREJKA, ELISE S	SPEC COUNSEL	3.90	3,061.50
KAUP, ANASTASIA N	ASSOCIATE	<u>34.30</u>	<u>16,978.50</u>
TOTAL		<u>38.20</u>	<u>\$20,040.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/02/13	KAUP, ANASTASIA N	Review numerous dockets and filings re: automatic stay, foreclosures and borrowers (3.8); summarize same (2.0), update summary spreadsheet and case calendar re: same (2.7); emails w/ E. Frejka, N. Allard re: same (.2).	8.70	4,306.50
10/03/13	KAUP, ANASTASIA N	Prepare for conference call re: automatic stay, foreclosure and borrower matters (.2); attend conference call w/ E. Frejka, Debtors' counsel, S.A. re: same (.4).	0.60	297.00
10/03/13	FREJKA, ELISE S	Weekly call with A. Kaup, N. Rosenbaum, E. Richards, J. Krell regarding automatic stay motions, borrower adversary proceedings.	0.40	314.00
10/07/13	KAUP, ANASTASIA N	Review numerous dockets and filings re: automatic stay, foreclosure and borrower matters (3.4); summarize same (.7), update summary spreadsheet and case calendar re: same (2.6); emails w/ E. Frejka, N. Allard re: same (.2).	6.90	3,415.50
10/08/13	KAUP, ANASTASIA N	Review dockets and filings re: automatic stay, foreclosures and borrowers (.3); review hearing agenda re: same (.1); prepare materials for conference call re: same (.2); attend T/C w/ E. Frejka, Debtors' counsel, S.A. re: same (.4).	1.00	495.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00020 (AUTOMATIC STAY)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/08/13	FREJKA, ELISE S	Conference call with A. Kaup, N. Rosenbaum, J. Newton, E. Richards, S. Martin, J. Krell regarding automatic stay and borrower adversary proceedings (.4); conference call with N. Rosenbaum, E. Richards, A. Barrage, A. Lessen, J. DeMarco regarding Robinson lift stay motion and strategy for hearing (.9).	1.30	1,020.50
10/14/13	KAUP, ANASTASIA N	Review numerous dockets and filings re: automatic stay, foreclosures, borrowers and adversary proceedings (3.6); summarize same (1.2), update summary spreadsheet and case calendar re: same (1.3); emails w/ E. Frejka, N. Allard re: same (.2).	6.30	3,118.50
10/15/13	KAUP, ANASTASIA N	Review dockets and filings re: automatic stay, foreclosure, borrower and adversary proceeding matters (.5); prepare materials re: same for E. Frejka (.2); emails w/ E. Frejka, Debtors' counsel, S.A. re: conference call scheduling re: same (.1).	0.80	396.00
10/16/13	KAUP, ANASTASIA N	Research re: judgment reduction standards (.4); T/C and emails w/ E. Frejka re: same (.2).	0.60	297.00
10/18/13	KAUP, ANASTASIA N	Review numerous dockets and filings re: automatic stay, foreclosures, borrowers and adversary proceedings (.8); summarize same (.3).	1.10	544.50
10/21/13	KAUP, ANASTASIA N	Review numerous dockets and filings re: automatic stay, foreclosures, borrowers, adversary proceedings (1.1); summarize same, update summary spreadsheet and case calendar re: same (.6); emails w/ E. Frejka, N. Allard re: same (.2).	1.90	940.50
10/22/13	KAUP, ANASTASIA N	Participate in T/C w/ E. Frejka, Debtors' counsel, S.A. re: automatic stay, borrower, foreclosure, adversary proceeding matters (.5); review materials to prepare for same (.8); prepare materials for KL Team for same (.2).	1.50	742.50
10/22/13	FREJKA, ELISE S	Call with A. Kaup, N. Rosenbaum, B. Powers regarding automatic stay and borrower adversary proceedings (.5).	0.50	392.50
10/24/13	FREJKA, ELISE S	Call with A. Kaup, N. Rosenbaum, B. Powers regarding automatic stay and borrower adversary proceedings (.5).	0.50	392.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00020 (AUTOMATIC STAY)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/28/13	KAUP, ANASTASIA N	Review numerous dockets and filings re: automatic stay, foreclosures, borrowers, adversary proceedings (3.4); summarize same, update summary spreadsheet and case calendar re: same (1.2); correspond w/ E. Frejka re: same (.2).	4.80	2,376.00
10/29/13	KAUP, ANASTASIA N	Emails w/ E. Frejka re: updates in automatic stay, foreclosure, borrower and adversary proceedings (.1).	0.10	49.50
10/29/13	FREJKA, ELISE S	Conference call with N. Rosenbaum, J. Newton, E. Richards, S. Martin, J. Krell regarding automatic stay and borrower adversary proceedings (.7); call with J. Krell, W. Nora regarding resolution of adversary proceeding (.2); further call with W. Nora regarding adversary proceeding (.3).	<u>1.20</u>	<u>942.00</u>
TOTAL			<u>38.20</u>	<u>\$20,040.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00024 (REGULATORY ISSUES)

January 31, 2014
Invoice No. 638507

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	0.80	792.00
BESSONETTE, JOHN	PARTNER	5.40	4,455.00
MANNAL, DOUGLAS	PARTNER	8.60	7,095.00
ZIDE, STEPHEN	ASSOCIATE	3.90	2,905.50
SHARRET, JENNIFER	ASSOCIATE	16.10	11,189.50
RINGER, RACHAEL L	ASSOCIATE	<u>1.60</u>	<u>896.00</u>
TOTAL		<u>36.40</u>	<u>\$27,333.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	SHARRET, JENNIFER	Emails with MoFo and BABC re: status of DOJ issues.	0.20	139.00
10/02/13	SHARRET, JENNIFER	Emails with MoFo and BABC re: DOJ issues; emails with D. Mannal re: same.	0.20	139.00
10/03/13	SHARRET, JENNIFER	Review prior memo re: regulatory issues (.4); review MoFo memo on DOJ issues (.8); emails with D. Mannal, B. Perlstein and AlixPartners re: same (.2)	1.40	973.00
10/04/13	SHARRET, JENNIFER	Review memo from MoFo re: DOJ obligations (.6); participate in call with B. Perlstein S. Zide, R. Ringer, A. Holtz, and S. Tandberg re: remaining DOJ settlement obligations (.4); participate in call with B. Perlstein, D. Mannal, MoFo and company re: DOJ settlement obligations (.8); t/c with D. Mannal re: next steps on DOJ issues (.4); emails with A. Barrage re: open issues (.1); emails with B. Perlstein re: open issues; t/c with R. Ringer re: next steps on DOJ issues (.5); t/c with B. Perlstein re: DOJ settlement (.4); draft email to D. Mannal, S. Zide and R. Ringer (.5).	3.70	2,571.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00024 (REGULATORY ISSUES)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/04/13	MANNAL, DOUGLAS	Prep for (.2) and attend conference call with MoFo and B. Perlstein, J. Sharret re: next steps on DOJ negotiations and obligations under DOJ consent judgment (.8); follow-up w/ B. Perlstein re: same (.4); TC with J. Sharret re: same (.4); follow-up w/ A. Barrage re: strategy (.4); review DOJ obligations under APA (.7)..	2.90	2,392.50
10/04/13	RINGER, RACHAEL L	Call with B. Perlstein, S. Zide, J. Sharret, A. Holtz and S. Tandberg re: remaining DOJ settlement obligations (.4); emails with B. Perlstein re: open issues; t/c with J. Sharret re: next steps on DOJ issues (.5).	0.90	504.00
10/05/13	SHARRET, JENNIFER	T/c with S. Zide re: APA (.4); analyze APA amendment (.5); draft outline of issues from DOJ settlement (.7).	1.60	1,112.00
10/05/13	BESSONETTE, JOHN	Analyze DOJ/AG settlement obligations, indemnities, reimbursement obligations and retained liabilities (1.6) emails re same with S. Zide and J. Sharret (.8); comment on summary of indemnity obligations and retained liabilities in respect of the Ocwen APA (1.1).	3.50	2,887.50
10/05/13	ZIDE, STEPHEN	Emails with J. Sharret and J. Bessonette re DOJ reserve issues (.5); call with J. Sharret re same (.4).	0.90	670.50
10/06/13	SHARRET, JENNIFER	Draft outline of issues from DOJ settlement (1.8); review AlixPartners spreadsheet re: escrow for DOJ settlement costs (.5); review portions of DOJ settlement agreement (.6); draft email to B. Perlstein re: DOJ issues (.7); prep for (.4); and participate in call with D. Mannal, B. Perlstein, S. Zide, R. Ringer and S. Tandberg re: DOJ settlement (.7)	4.70	3,266.50
10/06/13	RINGER, RACHAEL L	Call with J. Sharret, D. Mannal, S. Zide, and B. Perlstein re: DOJ/AG issues (.7)	0.70	392.00
10/06/13	MANNAL, DOUGLAS	Review MoFo's and J. Sharret DOJ memos and section 6.16A to the APA re: ongoing DOJ obligations (1.5); attend conf call w/ S. Zide, R. Ringer, J. Sharret and B. Perlstein re: upcoming call w/ Mofo and Bradley Arrant re: same (.7)	2.20	1,815.00
10/06/13	ZIDE, STEPHEN	Review AlixPartners chart on DOJ issues (.2); call with D. Mannal, J. Sharret, R. Ringer and B. Perlstein re same (.7).	0.90	670.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00024 (REGULATORY ISSUES)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/06/13	BESSONETTE, JOHN	Review and reply to emails re DOJ/AG settlement obligations (.6); conference call with AlixPartners, B. Perlstein, S. Zide, J. Sharret and D. Mannal re same (.7).	1.30	1,072.50
10/07/13	MANNAL, DOUGLAS	Review AlixPartners presentation on DOJ obligations and proposed reserve account (.5); revise same (.7); emails with J. Sharret re: same (.2); attend conf call with Mofo, company management, B. Perlstein, S. Zide and J. Sharret re: continuing DOJ obligations (1.3); correspond w/ K. Eckstein re: same (.3); call w/ J. Brodsky re: DOJ issues (.5).	3.50	2,887.50
10/07/13	ECKSTEIN, KENNETH H.	Call with J. Brodsky, B. Perlstein re DOJ and Govt reserves (.8).	0.80	792.00
10/07/13	SHARRET, JENNIFER	Review revised AlixPartners presentation re: DOJ Settlement obligations and provide comments on same (.5); c/f with S. Zide re: DOJ issues and AlixPartners presentation (.5); participate in c/f call with D. Mannal, S. Zide, B. Perlstein, S. Tandberg, MoFo and BABC re: DOJ issues (1.3); post-call discussion with D. Mannal and S. Zide and review mark-up to presentation(.3); further review of AlixPartners presentation and t/c with S. Tandberg re: same (.4)	3.00	2,085.00
10/07/13	ZIDE, STEPHEN	Speak with J. Sharret re DOJ issues (.5). Call with MoFo, T. Hamzehpour, B. Pearlstein, D. Mannal and J. Sharret re DOJ plan issues (1.3); follow up correspondence with J. Sharret and D. Mannal re same (.3).	2.10	1,564.50
10/07/13	BESSONETTE, JOHN	Comment on DOJ/AG presentation (.4) emails regarding same with J. Sharret (.2).	0.60	495.00
10/10/13	SHARRET, JENNIFER	Correspond with D. Mannal and B. Perlstein re: DOJ issues (.3); further correspond with D. Mannal, B. Perlstein and MoFo re: next steps on DOJ issues (.6); analyze memo on DOJ issues (.4).	<u>1.30</u>	<u>903.50</u>
TOTAL			<u>36.40</u>	<u>\$27,333.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00026 (BORROWER CLAIMS TRUST)

January 31, 2014
Invoice No. 638507

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	1.30	1,287.00
BESSONETTE, JOHN	PARTNER	1.50	1,237.50
MANNAL, DOUGLAS	PARTNER	1.00	825.00
FREJKA, ELISE S	SPEC COUNSEL	48.20	37,837.00
ARCHER, CAROL	ASSOCIATE	25.40	18,415.00
RINGER, RACHAEL L	ASSOCIATE	<u>3.90</u>	<u>2,184.00</u>
TOTAL		<u>81.30</u>	<u>\$61,785.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	RINGER, RACHAEL L	Prepare for (1.7) and attend (2.2) meeting with SilvermanAcampora, D. Mannal, E. Frejka, Kessler claimants, MoFo, FTI re: Borrower Trust True-Up.	3.90	2,184.00
10/01/13	ECKSTEIN, KENNETH H.	Attend portion of meeting with Borrower Trust reps re: borrower plan issues (1.3).	1.30	1,287.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00026 (BORROWER CLAIMS TRUST)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/13	FREJKA, ELISE S	Revise Borrower Trust True-Up presentation (2.1); discussion with J. Wishnew regarding assumptions for same (.3); analysis of non-adjudicated claims for purposes of Borrower Trust True Up (2.5); discussions with R. Nosek, R. Friedman, J. Krell regarding same (.3); meeting with K. Eckstein, D. Mannal, R. Ringer, M. Talarico, N. Rosenbaum, D. Horst, J. Krell, R. Nosek, R. Friedman, P. Kravitz, F. Walters, D. Flanigan, B. Thompson regarding Borrower trust, claims, True Up (2.2); meeting with F. Walters, D. Flanigan, P. Kravitz, R. Friedman regarding Borrower Trust budget (1.2); meeting with C. Archer, D. Flanigan, R. Friedman, F. Walters regarding Borrower Trust Agreement (.8); review Borrower Trust Agreement per discussions (.8); revise confidentiality agreement between Debtors, Committee, P. Kravitz (.1).	10.30	8,085.50
10/01/13	FREJKA, ELISE S	Call with C. Archer regarding Borrower Trust Agreement (.2); call with L. Marinuzzi regarding Borrower Related Causes of Action (.2).	0.40	314.00
10/01/13	FREJKA, ELISE S	Further correspondence with C. Archer regarding Borrower Trust Agreement (.5); review revised Borrower Trust Agreement and provide comments to C. Archer (.8).	1.30	1,020.50
10/01/13	ARCHER, CAROL	Call with E. Frejka re: Borrower Trust Agreement (.5).	0.50	362.50
10/02/13	FREJKA, ELISE S	Meeting with D. Flanigan, F. Walters regarding Borrower Trust Agreement, budget (.9); emails with C. Archer, A. Dienstag, J. Bessonette regarding structural issues for Borrower Claims Trust Agreement (.4); review revised Borrower Trust Agreement (.8).	2.10	1,648.50
10/02/13	ARCHER, CAROL	Correspond with E. Frejka re: BTA (.4), review revisions of same (2.5).	2.90	2,102.50
10/03/13	ARCHER, CAROL	Draft of Borrower Trust Agreement (2.4), related correspondence w/ E. Frejka (.3), email to D. Flanigan re: same (.6).	3.30	2,392.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00026 (BORROWER CLAIMS TRUST)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/04/13	FREJKA, ELISE S	Review comments from D. Flanigan to Borrower Trust Agreement (.6); correspond re: same with C. Archer (.8); draft response to D. Flanigan re: same (.4); review Borrower Trust Agreement to incorporate comments and address other structural issues (1.9); correspond with C. Archer regarding same (.3); review revised Borrower Trust Agreement (1.0).	5.00	3,925.00
10/04/13	FREJKA, ELISE S	Final review of Borrower Trust Agreement (.2); conference call with C. Archer and D. Flanigan regarding same (2.8); meet with D Mannal re: same (.4).	3.40	2,669.00
10/04/13	MANNAL, DOUGLAS	Revise Borrower Trust Agreement (.6); office conference with E. Frejka re: same (.4).	1.00	825.00
10/04/13	ARCHER, CAROL	Revisions to BTA, (1), emails with R. Ringer, E. Frejka and D. Flanigan re: same (.3).	1.30	942.50
10/04/13	ARCHER, CAROL	Conference call with E. Frejka, D. Flanigan re: Borrower Trust Agreement (2.8).	2.80	2,030.00
10/07/13	FREJKA, ELISE S	Call with M. Meltzer regarding AFI comments to Borrower Trust Agreement (.2); comment on Borrower Trust Agreement (2.1); draft initial Borrower Trust Committee exhibit (.3); comment on cooperation agreement between Kessler settlement class and liquidating trust (1.1).	3.70	2,904.50
10/08/13	ARCHER, CAROL	Revise Borrower Claims Trust Agreement (3.0), correspondence w/E. Frejka re: same (.5). Conf call w/ D. Flanigan, E. Frejka re: same (.7).	4.20	3,045.00
10/08/13	BESSONETTE, JOHN	Comment on draft BTA (1.5).	1.50	1,237.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00026 (BORROWER CLAIMS TRUST)January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/08/13	FREJKA, ELISE S	Call with N. Rosenbaum regarding cooperation agreement between Kessler and Liquidating Trust (.2); call with R. Friedman regarding Borrower Trustee compensation structure and budget (.2); correspond with D. Mannal, S. Zide regarding borrower plan supplement documents (.2); call with F. Walters regarding borrower trust documents, budget, structure of Borrower Trust Committee (.4); correspond with C. Archer regarding Borrower Claims Trust Agreement (.2); call with D. Flanigan, F. Walters, C. Archer regarding Kessler structural comments to borrower claims trust agreement (.7).	1.90	1,491.50
10/08/13	FREJKA, ELISE S	Revise (1.4) and update (.7) plan supplement exhibits; correspond with S. Zide regarding borrower trustee compensation structure (.1).	2.20	1,727.00
10/09/13	FREJKA, ELISE S	Discuss Borrower Trust Agreement with N. Rosenbaum, J. Wishnew (.4); email with S. Linde, N. Rosenbaum regarding Cooperation Agreement (.1); review revisions to Cooperation Agreement and comment on same (.3); conference call with N. Rosenbaum, S. Linde regarding same (.3); revise Borrower Trust Agreement (2.1); call with C. Archer regarding same (.3); call with D. Flanigan regarding same (.2); call with N. Rosenbaum regarding same (.1); review Borrower True-Up assumptions (.9).	4.70	3,689.50
10/09/13	ARCHER, CAROL	Draft portions of BTA (2.8); emails (1) and call (.3) w/E. Frejka, MoFo re: same.	4.10	2,972.50
10/10/13	FREJKA, ELISE S	Call with D. Flanigan, F. Walters regarding Borrower Trust Agreement, budget, Borrower-Related Causes of Action (.5); discussion with N. Rosenbaum, S. Linde regarding cooperation agreement (.3); revise same (.2); forward and comment to D. Flanigan, F. Walters (.1); revise Borrower Claims Trust Agreement (4.1); meeting with C. Archer, J. Bessonette regarding calculations in Borrower Claims Trust (1.2); review revised language regarding same (.5).	6.90	5,416.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00026 (BORROWER CLAIMS TRUST)

January 31, 2014
Invoice No. 638507

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/10/13	ARCHER, CAROL	Correspond w/E. Frejka, D. Mannal re: Borrower Claims Trust Agreement (2), review revisions of same(3.1); meet with E. Frejka and J. Bessonette re: beneficial interest calculation (1.2).	6.30	4,567.50
10/11/13	FREJKA, ELISE S	Revise Borrower Trust Agreement (3.1); correspond re: open issues in Borrower Trust Agreement with J. Bessonette and C. Archer (.3); call with C. Archer, N. Rosenbaum regarding Debtors' comments to Borrower Trust Agreement (.3); revise Borrower Trust Agreement to incorporate agreed upon comments (.4); revise designation of initial members of Borrower Trust Committee (.2); revise Borrower-Related Causes of Action exhibit to plan supplement (.4); discuss same with D. Flanigan, F. Walters (.2); call with N. Rosenbaum regarding borrower-related causes of action (.3)	5.20	4,082.00
10/11/13	FREJKA, ELISE S	Review revised Borrower Trust Agreement (.3); conference call with C. Archer, J. Bessonette, F. Walters, D. Flanigan regarding final comments (.3); revise Borrower Trust Agreement (.2); finalize borrower related plan supplement documents for filing (.3).	<u>1.10</u>	<u>863.50</u>
TOTAL			<u>81.30</u>	<u>\$61,785.50</u>

KRAMER LEVIN NAFTALIS & FRANKEL LLP

1177 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
PHONE 212.715.9100
FAX 212.715.8000

February 26, 2014

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF
UNSECURED
CREDITORS
NEW YORK, NY 10036

When remitting,
please reference:

Invoice Number: 641376
066069

REVISED FOR FINAL FEE APPLICATION

FOR PROFESSIONAL SERVICES rendered through November 30, 2013,
as per the attached time detail.

FEES	\$3,688,248.00
DISBURSEMENTS AND OTHER CHARGES	<u>172,550.29</u>
INVOICE TOTAL	<u>\$3,860,798.29</u>

Amounts due may be remitted by wire transfer.

Bank: Citibank, N.A.
153 East 53rd Street, 23rd Floor New York, N.Y. 10022
ABA No: 021000089
Account Name: Kramer Levin Naftalis & Frankel LLP Account AR
Account No.: 4979206709
Reference: Invoice No. 641376
Attention: Joseph Scotto (212) 559-6338

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID# 13-1944339

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)February 26, 2014
Invoice No. 641376**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ALLARD, NATHANIEL	ASSOCIATE	13.30	5,652.50
SIKES, ALISON	PARALEGAL	0.80	244.00
BESSNER, DEBORAH	PARALEGAL	<u>0.30</u>	<u>88.50</u>
<u>TOTAL</u>		<u>14.40</u>	<u>\$5,985.00</u>

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PHOTOCOPYING	7,499.50
PHOTOCOPYING / EXTERNAL VENDOR	14,873.04
CONFERENCE CALLS	18,480.27
WESTLAW ON-LINE RESEARCH	23,777.47
LEXIS/NEXIS ON-LINE RESEARCH	24,915.86
DOCUMENT RETRIEVAL FEES	52.75
MESSENGER/COURIER – FED EX	379.09
CAR SERVICE/CAB FARES	8,570.37
OVERTIME MEALS/IN-HOUSE	3,462.21
OUT-OF-TOWN TRAVEL	2,301.55
OVERTIME HOTEL	150.00
TRANSCRIPT FEES	34,893.59
MEETINGS	11,817.74
PROFESSIONAL/CONSULTING FEES	20,533.60
DATA HOSTING CHARGES	843.25
<u>TOTAL DISBURSEMENTS AND OTHER CHARGES</u>	<u>\$172,550.29</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)February 26, 2014
Invoice No. 641376**DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/13	ALLARD, NATHANIEL	Review (.5) and circulate (.1) recently filed pleadings to internal KL team; update case calendar, correspond w/ D. Bessner re: same (.5).	1.10	467.50
11/01/13	BESSNER, DEBORAH	Update the case calendar and confirmation calendar with upcoming important dates.	0.30	88.50
11/05/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.5)	0.50	212.50
11/06/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.5), update case calendar (.2)	0.70	297.50
11/07/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.5), update case calendar (.1)	0.60	255.00
11/08/13	ALLARD, NATHANIEL	Review (.6) and circulate (.1) recently filed pleadings to internal KL team, update case calendar, correspond w/ D. Bessner re: same (.5).	1.20	510.00
11/08/13	SIKES, ALISON	Create deposition calendar to circulate to team.	0.80	244.00
11/12/13	ALLARD, NATHANIEL	Review (.7) and circulate (.1) recently filed pleadings to internal KL team.	0.80	340.00
11/13/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.5), update case calendar (.2).	0.70	297.50
11/14/13	ALLARD, NATHANIEL	Review (.5) and circulate (.2) recently filed pleadings to internal KL team.	0.70	297.50
11/15/13	ALLARD, NATHANIEL	Review (.7) and circulate (.4) recently filed pleadings to internal KL team; update case calendar, correspond w/ D. Bessner re: same (.5).	1.60	680.00
11/18/13	ALLARD, NATHANIEL	Review (.6) and circulate (.1) recently filed pleadings to internal KL team, update case calendar (.2).	0.90	382.50
11/20/13	ALLARD, NATHANIEL	Review (.6) and circulate (.2) recently filed pleadings to internal KL team.	0.80	340.00
11/21/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team, update case calendar (.5).	0.50	212.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/22/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.4), update case calendar (.2).	0.60	255.00
11/25/13	ALLARD, NATHANIEL	Update case calendar (.3), review (.5) and circulate (.1) recently filed pleadings to internal KL team.	0.90	382.50
11/26/13	ALLARD, NATHANIEL	Review (.6) and circulate (.1) recently filed pleadings to internal KL team.	0.70	297.50
11/27/13	ALLARD, NATHANIEL	Update case calendar (.4); review (.5) and circulate (.1) recently filed pleadings to internal KL team.	<u>1.00</u>	<u>425.00</u>
TOTAL			<u>14.40</u>	<u>\$5,985.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 (USE, SALE OR LEASE OF PROPERTY)

February 26, 2014
Invoice No. 641376

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
MANNAL, DOUGLAS	PARTNER	1.40	1,155.00
ZIDE, STEPHEN	ASSOCIATE	15.90	11,845.50
SHIFER, JOSEPH A	ASSOCIATE	<u>59.40</u>	<u>41,283.00</u>
TOTAL		<u>76.70</u>	<u>\$54,283.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/04/13	SHIFER, JOSEPH A	Emails with S. Martin re contract rejection issues (.3)	0.30	208.50
11/05/13	SHIFER, JOSEPH A	Correspond with R. Ringer re Normandale lease (.2), review email re same (.2)	0.40	278.00
11/05/13	SHIFER, JOSEPH A	Emails with A. Barrage re Impac cure issues (.3), review pleading and stipulation re same (.8), conf with S. Zide re same (.2), correspondence with N. Allard and D. Mannal re Syncora stipulation (.8)	2.10	1,459.50
11/05/13	ZIDE, STEPHEN	Review FHA sale deck (.4); correspond with D. Mannal re same (.1). Emails with D. Mannal, J. Shifer, G. Lee and A. Barrage re Impac objection (.5); confer with J. Shifer re: same (.2).	1.20	894.00
11/06/13	SHIFER, JOSEPH A	Revise Impac reply brief re: cure issues (1.0), emails with S. Zide re same (.2)	1.20	834.00
11/06/13	ZIDE, STEPHEN	Emails with Mofo re Impac reply (.3); follow up emails with J. Shifer re same (.2).	0.50	372.50
11/07/13	SHIFER, JOSEPH A	Further revise Impac reply brief re: cure issues (.7), conf with J. Petts re same (.3).	1.00	695.00
11/08/13	SHIFER, JOSEPH A	Review revised Syncora stipulation (.4), emails with D. Mannal re same (.3), confs with J. DeMarco re: same (.2), emails with A. Barrage, J. DeMarco re same (.3)	1.20	834.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 (USE, SALE OR LEASE OF PROPERTY)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/09/13	SHIFER, JOSEPH A	Emails with D. Mannal, J. DeMarco, R. Rainer, and J. Petts re Syncora cure stipulation (.7), revisions to same (1.4), emails with N. Allard re same (.2)	2.30	1,598.50
11/10/13	SHIFER, JOSEPH A	Call with Syncora counsel re Syncora stip (.4), correspondence with D. Mannal re same (.2), emails with N. Allard re same (.2)	0.80	556.00
11/11/13	ZIDE, STEPHEN	Call with Mofo and Impac re plan objection and assumption motion (.4); follow up call with Mofo re same (.3). Correspond with K. Eckstein and D. Mannal re potential Impac settlement (.4); discuss with J. Shifer re same (.4); emails w/ J. Shifer re same (.3).	1.80	1,341.00
11/11/13	SHIFER, JOSEPH A	Confs with S. Zide re Impac resolution (.4), emails w/ S. Zide re same (.7)	1.10	764.50
11/12/13	SHIFER, JOSEPH A	Emails with A. Barrage, S. Zide and Impac counsel re Impac stipulation (.6), emails with N. Rosenbaum and R. Rainer re Syncora stipulation (.7), revisions to same (.3), emails with J. DeMarco re same (.4)	2.00	1,390.00
11/12/13	ZIDE, STEPHEN	Emails with A. Barrage re Impac transfer and settlement (.4); calls with Impac re same (.3); follow up correspondence with D. Mannal and K. Eckstein re same (.4). Review and comment on Impac stipulation (.6).	1.70	1,266.50
11/13/13	SHIFER, JOSEPH A	Correspond with P. Bentley re Syncora claim objection (.2), emails with J. DeMarco, R. Rainer, and A. Barrage re same (.8), revisions to stipulation re same (1.7), review comments to same (1.2), draft email to client re same (.7), follow up emails with D. Mannal, S. Zide and R. Ringer re same (.4), numerous confs with A. Barrage re same (.6), emails with D. Mannal re same (.3)	5.90	4,100.50
11/13/13	ZIDE, STEPHEN	Emails (.7) and calls (1.3) with J. Brodsky, Mofo and Debtors re Impac cure negotiations. Emails with Moelis re potential FHA sale (.4). Emails with J. Shifer and R. Ringer re Syncora settlement (.2).	2.60	1,937.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 (USE, SALE OR LEASE OF PROPERTY)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/14/13	SHIFER, JOSEPH A	Numerous emails with J. DeMarco, R. Rainer, and A. Barrage re Syncora stipulation same (1.6), correspondence with J. DeMarco, R. Rainer, and A. Barrage re same (1.3) revisions to stipulation re same (3.0), review comments to same (1.3), follow up emails with D. Mannal (.3), numerous confs with A. Barrage and J. Petts re filing of same (.4), emails with J. Petts re same (.3).	8.20	5,699.00
11/15/13	SHIFER, JOSEPH A	Numerous emails with J. DeMarco, R. Rainer, and A. Barrage re Syncora stipulation (.8), follow up emails with D. Mannal re: same (.2) draft update to committee re same (.4)	1.40	973.00
11/16/13	SHIFER, JOSEPH A	Emails with J. Petts re Syncora stipulation (.3)	0.30	208.50
11/18/13	ZIDE, STEPHEN	Confer w/ J. Shifer, A. Barrage re: Impac cure dispute (.8), correspond w/ Impac, Mofo, J. Demarco, and D. Mannal and J. Shifer re settlement of same (.4); emails with Kirkland re same (.2).	1.40	1,043.00
11/18/13	SHIFER, JOSEPH A	Confer with S. Zide and A. Barrage re Impac status (.8), emails with A. Barrage re same (.5)	1.30	903.50
11/19/13	SHIFER, JOSEPH A	Emails with S. Zide re Impac settlement (.4), draft stipulation re settlement of cure issues with Impac (3.4)	3.80	2,641.00
11/20/13	ZIDE, STEPHEN	Discussions with J. Shifer and Mofo re Impac issues (.5).	0.50	372.50
11/20/13	SHIFER, JOSEPH A	Emails with S. Coehlo and A. Barrage re Syncora transfer (.4), discussions w/ S. Zide re: Impac stipulation (.5), correspondence with A. Barrage, A. Kaufman, J. Bernbrock, and N. Ornstein re Impac stipulation (2), revisions to same (1.2), emails with J. Demarco re same (.4)	4.50	3,127.50
11/21/13	ZIDE, STEPHEN	Emails (.5) and calls (.5) with Kirkland, Impac, A. Barrage and J. Shifer re Impac settlement.	1.00	745.00
11/21/13	SHIFER, JOSEPH A	Call with S. Coehlo and A. Barrage re Syncora transfer (.4), emails with S. Zide and A. Barrage re same (1.1) numerous emails (1.2) and calls (.5) with S. Zide, A. Barrage, A. Kaufman, J. Bernbrock, and N. Ornstein re Impac stipulation, revisions to same (1.3)	4.50	3,127.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 (USE, SALE OR LEASE OF PROPERTY)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/22/13	SHIFER, JOSEPH A	Numerous emails with J. Bernbrock re Impac stipulation (.8), revisions to same (1.3), emails with J. Bernbrock, A. Kaufman, and A. Barrage re same (.6), emails with J. DeMarco re same (.5)	3.20	2,224.00
11/23/13	ZIDE, STEPHEN	Email with J. Shifer re Impac (.2).	0.20	149.00
11/24/13	SHIFER, JOSEPH A	Numerous emails with J. Bernbrock re Impac stipulation (1.0), revisions to same (1.0), call with MoFo and S. Zide re: same (.5).	2.50	1,737.50
11/24/13	ZIDE, STEPHEN	Call with MoFo and J. Shifer re Impac cure issues (.5); numerous emails with Mofo re same (.4).	0.90	670.50
11/25/13	ZIDE, STEPHEN	Emails with Mofo, D. Mannal, J. Shifer and J. Brodsky re Impac (.8); confer with J. Shifer re: same (.4)	1.20	894.00
11/25/13	SHIFER, JOSEPH A	Confer with S. Zide re Impac (.4), emails with S. Zide, A. Barrage, and S. Tandberg re same (.8), emails with J. Bernbrock re same (.3), review revised stipulation re same (.3).	1.80	1,251.00
11/26/13	ZIDE, STEPHEN	Correspondence with J. Brodsky, T. Farley, J. Shifer and A. Barrage re Impac issues (.8); follow up correspondence with D. Mannal and K. Eckstein re same (.1). Correspond with D. Mannal re new asset sale (.2).	1.10	819.50
11/26/13	SHIFER, JOSEPH A	Correspond w/ A. Dove re Ambac transfer (.3), review draft bill of sale re same (.8), attend call with Ambac counsel, SLS counsel, and N. Rosenbaum re same (1.0), numerous emails with N. Rosenbaum and J. Newton re same (.8), emails with N. Rosenbaum re HFA and CalHFA (.5), emails with A. Barrage and A. Kaufman re Impac (.7).	4.10	2,849.50
11/27/13	SHIFER, JOSEPH A	Numerous confs with Ambac counsel, SLS counsel, and N. Rosenbaum re SLS transfer (.6), confs with T. Farley, N. Rosenbaum, and J. Brodsky re same (2.1), follow up confs with B. Guiney and N. Rosenbaum re same (.5), emails with A. Barrage re Impac (.7)	3.90	2,710.50
11/27/13	MANNAL, DOUGLAS	Call w/ B. Tyson re: loan sales and broker (1.1); Call w/ Moelis re: same (.3).	1.40	1,155.00
11/27/13	ZIDE, STEPHEN	Correspondence with J. Shifer, Mofo and J. Brodsky re issues with Ambac closing (1.8).	1.80	1,341.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 (USE, SALE OR LEASE OF PROPERTY)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/28/13	SHIFER, JOSEPH A	Emails with J. Brodsky, S. Zide and B. Guiney re SLS transfer (.5)	0.50	347.50
11/29/13	SHIFER, JOSEPH A	Conf with N. Rosenbaum, B. Guiney, T. Farley, SLS counsel re SLS transfer (.6), follow up emails with J. Brodsky and S. Zide re same (.5)	<u>1.10</u>	<u>764.50</u>
TOTAL			<u>76.70</u>	<u>\$54,283.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
DIENSTAG, ABBE L.	PARTNER	28.50	24,937.50
ECKSTEIN, KENNETH H.	PARTNER	170.10	168,399.00
TRACHTMAN, JEFFREY S.	PARTNER	179.80	166,315.00
BENTLEY, PHILIP	PARTNER	64.50	57,727.50
SIMON, NORMAN	PARTNER	141.70	116,902.50
LUTGENS, CHRISTINE	PARTNER	2.50	2,437.50
O'NEILL, P. BRADLEY	PARTNER	172.60	142,395.00
KAUFMAN, PHILIP	PARTNER	200.70	188,658.00
BESSONETTE, JOHN	PARTNER	17.90	14,767.50
HERZOG, BARRY	PARTNER	3.00	2,685.00
MANNAL, DOUGLAS	PARTNER	174.00	143,550.00
HOROWITZ, GREGORY A.	PARTNER	7.50	6,712.50
FREJKA, ELISE S	SPEC COUNSEL	57.20	44,902.00
ZIDE, STEPHEN	ASSOCIATE	159.10	118,529.50
CHASS, MARK	ASSOCIATE	15.10	11,702.50
HAMERMAN, NATAN	ASSOCIATE	125.40	97,185.00
ARCHER, CAROL	ASSOCIATE	75.00	54,375.00
EGGERMANN, DANIEL M	ASSOCIATE	235.90	182,822.50
SHIFER, JOSEPH A	ASSOCIATE	102.10	70,959.50
SHARRET, JENNIFER	ASSOCIATE	83.00	57,685.00
BLABEY, DAVID E	ASSOCIATE	45.00	33,525.00
ZIEGLER, MATTHEW C	ASSOCIATE	144.10	80,696.00
RINGER, RACHAEL L	ASSOCIATE	132.00	73,920.00
KAUP, ANASTASIA N	ASSOCIATE	35.70	17,671.50
DENK, KURT M	ASSOCIATE	200.00	99,000.00
GUCCION, MARY K	ASSOCIATE	20.20	11,312.00
ALLARD, NATHANIEL	ASSOCIATE	120.60	51,255.00
GRIBBON, SARA B	ASSOCIATE	71.70	30,472.50
SCHMIDT, SHAI	ASSOCIATE	34.00	19,040.00
DOVE, ANDREW	ASSOCIATE	244.20	159,951.00
KOCH, SAM	ASSOCIATE	79.70	33,872.50
MAYO, DAVID	ASSOCIATE	79.30	33,702.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
PERETZ, TUVIA	ASSOCIATE	75.20	31,960.00
CIPOLLA, SANTO A.	PARALEGAL	31.30	9,546.50
SIKES, ALISON	PARALEGAL	0.40	122.00
PHILLIP, RENEE	PARALEGAL	2.00	610.00
BECKER, BRYON	PARALEGAL	0.40	118.00
BESSNER, DEBORAH	PARALEGAL	<u>44.00</u>	<u>12,980.00</u>
TOTAL		<u>3,375.40</u>	<u>\$2,373,402.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/13	ZIEGLER, MATTHEW C	Research re: legal issues in JSN confirmation objection (1.2) and draft insert re: same for plan objection reply (0.2); perform legal research re: applicability of same to plan confirmation (1.1); further research re: assignability of debtor's rights under insurance contract (0.7) and draft insert re: same for plan objection reply (0.3); review draft confirmation brief (2.5) and markups to same (1.0).	7.00	3,920.00
11/01/13	CIPOLLA, SANTO A.	Review (2.2) and revise (4.0) binders of potential exhibits for Lyons Deposition re: confirmation.	6.20	1,891.00
11/01/13	DENK, KURT M	Email correspondence with document review vendor re Phase II workflow status (.2). Email correspondence and conferences with N. Simon (.5) and S. Cipolla (.3) re Lyons deposition prep. Draft deposition outline notes for Lyons confirmation objection (3). Perform legal research (.6) and draft memo notes (.3) re Phase II issues for N. Simon.	4.90	2,425.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/13	ALLARD, NATHANIEL	Revise Syncora stipulation (1.5) and related motion (1.4); revise FHFA stipulation (.8), correspond w/ A. Dove re: same (.4); correspond w/ R. Ringer, D. Mannal re: stipulations (.7); prepare potential exhibits for Bingham deposition re: confirmation (2.5), correspond w/ P. Kaufman re: same (.2); email to plan discovery participants re: depositions (.3).	7.80	3,315.00
11/01/13	ZIDE, STEPHEN	Review FTI rebuttal report for Mark Renzi (.6); call with B. O' Neill, FTI and Mofo re same (1). Call with P. Kaufman, Mofo and FTI re Bingham rebuttal report (3.5); follow up calls and emails with J. Marines re same (.3); correspondence with P. Kaufman, B. O'Neill, A. Dove, K. Eckstein and Alix re second FTI rebuttal report (1.5). Call with B. O'Neill, D. Mannal, P. Kaufman and Mofo re discovery issues for confirmation hearing (.5). Discuss open plan issues with R. Ringer (.4).	7.80	5,811.00
11/01/13	O'NEILL, P. BRADLEY	Review FTI report (.6); call with FTI, Mofo, S. Zide, re same (1); outline issues for meet and confer (.6); TCF with MoFo re: prep for meet and confer (.6); review Renzi report changes (.9); review Alix report (1.6); TCF with AlixPartners re: same (.8); attend portion of call with Alix, S. Zide, A. Dove, K. Eckstein re: same (.6); follow up correspondence with K. Eckstein, P. Kaufman, S. Zide re: same (.5); TCF Milbank re: meet and confer (.8); TCF G. Lee, D. Mannal re: post trial brief and Dubel testimony (.7).	8.70	7,177.50
11/01/13	SIMON, NORMAN	Correspondence with K. Denk re: Lyons preparation (.5); attend meet and confer with JSNs re: Phase II (.5); Correspondence with MoFo, B. O'Neill re: confirmation trial issues (.5); Correspondence/call with G. Lee re: Lyons deposition (.3); Revise Lyons deposition outline (1.7).	3.50	2,887.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/13	KAUFMAN, PHILIP	Continue revising rebuttal expert reports for confirmation (2.9); call with S. Zide, Debtors' counsel and FTI re: expert reports (3.5), emails with S. Zide, FTI and Debtors re: same (.8); conference call with JSNs counsel re: confirmation discovery issues (.7); correspondence with B. O'Neill, D. Mannal, K. Eckstein, S. Zide, and N. Allard re: confirmation discovery issues (1.2); call with B. O'Neill, D. Mannal, S. Zide and MoFo re: discovery issues (.5).	9.60	9,024.00
11/01/13	ECKSTEIN, KENNETH H.	Call with G. Lee, L. Kruger re Phase 2, confirmation, 11/4 conference with court (.8); review chart re confirmation objections (.6); review (.8) and comment (.6) re findings of fact and conclusions of law; call with S. Zide, B. O'Neill, A. Dove re Alix, declaration (.8).	3.60	3,564.00
11/01/13	TRACHTMAN, JEFFREY S.	Correspondence with G. Horowitz, A. Dove re: release legal issues (.8); review drafts of confirmation briefing on releases and related research materials (1.5).	2.30	2,127.50
11/01/13	BENTLEY, PHILIP	Comment on draft confirmation brief re: RMBS settlement and legal analysis (1.1); e-mails with K. Eckstein re confirmation hearing (0.3)	1.40	1,253.00
11/01/13	EGGERMANN, DANIEL M	Revise confirmation brief re: 1129 factors (3.1); call w/Kessler counsel and E. Frejka re GM Insurer objection (.3); discuss same with E. Frejka (.3); calls w/counsel to the GM Insurers re objection (.7); revise plan to address GM Insurer objection (.5); perform legal research in response to JSN confirmation objection (2.8).	7.70	5,967.50
11/01/13	SHIFER, JOSEPH A	Numerous emails with J. Morrow and D. Harris re balloting (.8), review ballots re: same (1.6), emails with S. Zide re same (.3), emails with R. Ringer and J. Morrow re confirmation hearing notice service (.4), emails with M. Rothchild and A. Alves re assumption schedule (.3), confs with N. Ornstein and D. Harris re WFBNA plan objection (.4), confer with J. Donnell re same (.3)	4.10	2,849.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/13	DOVE, ANDREW	Review (2.0) and comment (2.7) on draft expert report from Alix re: intercompany balances, call with Alix, S. Zide, K. Eckstein and B. O'Neill re: same (.8), and follow up emails with same re: same (.6). Revise draft Dermont declaration (2.0) and Dubel declarations in support of confirmation(1.9).	10.00	6,550.00
11/01/13	FREJKA, ELISE S	Review GM Insurers objection to plan (.9) discuss same with D. Eggermann (.3); call with S. Linde, D. Eggermann regarding same (.3); review draft language to resolve same (.3); review Thorpe materials from D. Flanigan to support assignability of policies (1.6); review chart of objections to confirmation (.6); continued resolution of Borrower objections to plan (.5); call with R. Nosek regarding same (.3).	4.80	3,768.00
11/01/13	SHARRET, JENNIFER	Revise DOJ insert for plan and confirmation order (.8); emails with MoFo and Kirkland re: changes to plan (.3); prep for (.4) and participate in call with R. Ringer, MoFo and National Association of Attorney Generals re: states' objection and revisions to plan (.7); post-call discussions with A. Barrage re: same (.5); multiple emails with A. Barrage and B. Perlstein re: further modifications to DOJ language following call with states (.3); review Kirkland's comments to the DOJ language (.4); email with D. Mannal re: same (.2); prep for and call with MoFo and Kirkland re: comments to DOJ language (.5); emails with B. Herzog re: resolution of state's objection re: stamp tax (.4); draft update email to Committee members re: status of DOJ and state's objection (.7); emails with J. Rappaport re: research on third party release and exculpation in recent case and review J. Rappaport's findings on same (.4); correspondence with D. Mannal and R. Ringer re: release issues (.3).	5.90	4,100.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/13	MANNAL, DOUGLAS	Revise memo re: DOJ language modifications to plan release and exculpation provisions (1.1); email with J. Sharret re same (.4); email w/ J. Garrity re: DOJ objection and UST objection to plan (.3); call w/ B. Masumoto of UST re: plan objection (.3).	2.10	1,732.50
11/01/13	MANNAL, DOUGLAS	Revise Dermont confirmation declaration outline (1.8); review voting chart re: consenting classes (.5); correspondence with J. Shifer re: same (.2); prep for (.2) and attend conference call with MoFo, S. Zide, B. O'Neill re: confirmation hearing strategy (.5); attend meet and confer with JSN counsel re: confirmation hearing (.9); follow-up call with C. Kerr, G. Lee and B. O'Neill re: Phase II/confirmation issues (.7).	4.80	3,960.00
11/01/13	RINGER, RACHAEL L	Revise chart re: status of plan objections (.6), further revise same (.4), e-mails with Kirkland and A. Dove, D. Eggermann re: same (.6), e-mails with A. Dove and N. Allard re: third party releases (.3), revise confirmation order re: comments from S. Zide (2.3) and revise confirmation brief re: comments from KL team (1.4), attend call with DOJ and J. Sharret re: plan confirmation issues (.7); discuss open plan issues with S. Zide (.4).	6.70	3,752.00
11/02/13	EGGERMANN, DANIEL M	Draft response to plan objections re: JSN objections to confirmation and GM insurers objection (3.5); legal research re same (1.1); further review response to plan objections re: same (2.4).	7.00	5,425.00
11/02/13	DENK, KURT M	Draft Lyons deposition outline notes (4.1).	4.10	2,029.50
11/02/13	ZIDE, STEPHEN	Revise confirmation order (4); email R. Ringer re same (.2). Emails with D. Eggermann re confirmation reply (.2). Emails with J. Shifer re Wachovia objection (.2). Review emails re PBGC (.2). Review update on Ocwen (.1). Review JSN rebuttal report on liquidation (.8).	5.70	4,246.50
11/02/13	DIENSTAG, ABBE L.	Emails with J. Sharret re: DOJ/AG settlement (0.2); draft suggested language for LTA re: same and circulate (0.3); follow-up e/emails with J. Sharret re: same (0.1).	0.60	525.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/02/13	KAUFMAN, PHILIP	Review rebuttal expert report filed by JSNs in connection with confirmation (1.4); conference (.3) and emails (.5) with Debtors' counsel and B. O'Neill re: discovery issues.	2.20	2,068.00
11/02/13	O'NEILL, P. BRADLEY	Emails with N. Allard re: depo schedule (.2); Call with C. Kerr, A. Lawrence and P. Kaufman re: same (.3).	0.50	412.50
11/02/13	SIMON, NORMAN	Correspondence with K. Denk, P. Kaufman, B. O'Neill, MoFo re: experts testifying at confirmation.	0.50	412.50
11/02/13	SHARRET, JENNIFER	Review DOJ's revisions to carve-out (.3); follow-up emails with D. Mannal, R. Ringer and A. Barrage re: same (.4); t/c with A. Barrage re: language re: same (.5); revise liquidating trust DOJ/AG settlement reserve language (.4)	1.60	1,112.00
11/02/13	RINGER, RACHAEL L	E-mails with G. Lee re: plan objections status chart, e-mails with KL team re: same (.3), review ballots for PBGC, e-mails with J. Shifer re: same (.5).	0.80	448.00
11/03/13	EGGERMANN, DANIEL M	Draft response to objections to Plan re: response to JSN plan objections(3.5); perform legal research re same (2.2); draft revisions to plan to address GM Insurer objection (.7); call w/ Perkins Coie (Linde and Chopra) and E. Frejka re GM insurer objection (.7); emails with E. Frejka re same (.1); continue drafting response re: objections to Plan, including GM Insurers objection to Plan (3.0).	10.20	7,905.00
11/03/13	ALLARD, NATHANIEL	Review FHFA (.5) and Syncora (.5) stipulations.	1.00	425.00
11/03/13	FREJKA, ELISE S	Conference call with V. Chopra, S. Linde, D. Eggermann regarding amendments to Plan to address GM Insurers objection (.7); review and comment on proposed revised language to Plan (.2); email with D. Flanigan regarding same (.2); email with D. Eggermann regarding same (.1); review summary of objections to Plan (.3); email to R. Ringer regarding revisions to same (.1); review draft plan confirmation order (.8).	2.40	1,884.00
11/03/13	DENK, KURT M	Draft Lyons deposition outline notes (.7), and correspond with N. Simon (.1) re same.	0.80	396.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/03/13	ZIEGLER, MATTHEW C	Perform legal research re: cramdown issues (2.1); research re: valuation issues for confirmation (2.4).	4.50	2,520.00
11/03/13	KAUFMAN, PHILIP	Analysis of JSN expert reports in preparation for depositions (3.2) and analysis of testimony (3.5).	6.70	6,298.00
11/03/13	O'NEILL, P. BRADLEY	Review Kruger deposition (2.5); emails with D. Perry, P. Kaufman re: upcoming depositions (.2); email G. Lee re: AFI (.2).	2.90	2,392.50
11/03/13	SIMON, NORMAN	Prepare for Lyons deposition (4.3); Correspondence with D. Eggermann re: plan objections (.2).	4.50	3,712.50
11/03/13	TRACHTMAN, JEFFREY S.	Review confirmation brief (.9) and objection responses (.9).	1.80	1,665.00
11/03/13	SHARRET, JENNIFER	Review revisions to DOJ carve-out and related plan and trust provisions (.4); emails with A. Dienstag re: DOJ reserve language in liquidating trust (.3); analyze revisions to multiple drafts of DOJ carve-out and related plan provisions (.8); emails with M. Rothchild and S. Zide re: Ocwen language for plan (.2); prep for (.3) and participate in call with Debtors, D. Mannal and B. Perlstein re: DOJ language for plan (.8); revise same DOJ language (.7); correspondence with MoFo, D. Mannal and B. Perlstein re: same (.4); emails with DOJ re: revisions to language (.3)	4.20	2,919.00
11/03/13	MANNAL, DOUGLAS	Prepare for (.6) and attend conference call with MoFo and DOJ re: language for plan re: DOJ objection (1.1); review proposed language re: same (.3); email with J. Sharret re: same (.1).	2.10	1,732.50
11/03/13	MANNAL, DOUGLAS	Review insurance information (.3); TCF with J. Brodsky re: same (.3); revise plan objection chart (.7); TCF w/ R. Ringer re: same (.3); email with C. Kerr re: FGIC appeal (.2).	1.80	1,485.00
11/03/13	RINGER, RACHAEL L	Revise Confirmation Order per S. Zide comments (2.2), e-mails with E. Frejka and S. Zide re: plan language (.2), call with S. Zide re: confirmation order, revise same and circulate to KL confirmation team (.3), t/c with D. Mannal re: plan and insurance information (.3).	3.00	1,680.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/04/13	ZIEGLER, MATTHEW C	Review portions of JSN plan objection (0.2); review case law cited by JSNs re: best interest of creditors test (0.8) and draft footnote distinguishing same (0.3); further research re: best interests of creditors test (3.8) and draft confirmation objection reply passage re same (0.5); further research re: cram down under 1129 (1.8); further legal research re: best interest test (2.3).	9.70	5,432.00
11/04/13	KOCH, SAM	Draft depo materials for N. Simon re phase 2 Lyons deposition (4.0)	4.00	1,700.00
11/04/13	KOCH, SAM	Meetings w/ K. Denk to discuss prep for phase 2 Lyons deposition (1.6)	1.60	680.00
11/04/13	DOVE, ANDREW	Attend meeting w/ R. Wynne, D. Mannal, K. Eckstein and B. O'Neill re: confirmation prep (2.2). Confer w/ J. Shifer re claims issues (.3). Draft section of Phase II pre-trial order re: intercompany claims (3.5) and review declarations and expert reports per same (3.8). Confer w/ T. Foudy of Curtis Mallet re claim objection response (.3).	10.10	6,615.50
11/04/13	ALLARD, NATHANIEL	Research documents for confirmation depositions (.7); review schedules re: intercompany claims, correspond w/ B. O'Neill re: same (.4); update Plan re: comments from S. Zide, J. Sharret (3.0), correspond w/ S. Zide re: same (.5); revise draft Confirmation Order re: revised plan provisions (2.8), correspond w/ S. Zide, J. Sharret, R. Ringer re: same (.8); revise Syncora stipulation (.5); further revise plan and confirmation order re: settlements (2.0) and prepare for circulation to Consenting Claimants (.5).	11.20	4,760.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/04/13	ZIDE, STEPHEN	Revise confirmation order re: claims settlements (1); speak with A. Dienstag re same (.2); correspond with N. Allard re same (.8). Emails with M. Chass and N. Allard re modified JSN plan language (.8). Speak with D. Eggermann re GM insurance language (.4); revise same (.1). Email with RMBS trustees re plan language and review same (.2). Speak with K. Eckstein and D. Mannal and B. O'Neill re confirmation issues and prep for status conference (.5); call with Mofo re same (.5). Emails with Mofo re Impac (.2); discuss same with G. Lee, D. Mannal and J. Shifer (.7). Emails with J. Shifer re PBGC and Wachovia issues (.5). Email consenting claimants revised plan and confirmation order (.2). Review Fazio rebuttal report (.5). Speak with B. O'Neill re status of depositions (.2). Review pretrial order for Phase II litigation (.3).	7.10	5,289.50
11/04/13	KAUFMAN, PHILIP	Continue preparation for expert depositions (Bingham) (3.8); correspondence with B. O'Neill, D. Mannal and Debtors' counsel re: confirmation issues and strategy (2.2); review (.7) and revise (.5) draft Phase II pretrial order.	7.20	6,768.00
11/04/13	SHIFER, JOSEPH A	Confs with D. Harris and N. Ornstein re Wachovia plan objection (.3), confs with J. Donnel re same (.2), emails with D. Mannal and N. Ornstein re same (.4), emails with D. Mannal re plan voting (.2), emails with V. Murrell re ballots (.1), conf with D. Mannal re plan releases (.2), follow up email with D. Harris and J. Morrow re same (.2), review assumption schedule data (.3), call with T. Farley, M. Rothchild, and S. Tandberg re same (1.0), follow up emails with S. Tandberg re same (.1); discussion with G. Lee, D. Mannal and S. Zide re: Impac (.7).	3.70	2,571.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/04/13	DENK, KURT M	Call re Phase II workflows with N. Simon (.5), correspondence with B. O'Neill (.1), C. Siegel & A. Miller (.4), A. Dove (.2) re: Phase II trial prep. Correspondence with N. Simon (1.2) & meeting with S. Koch (1.6) re confirmation depo preparation relating to Lyons Report. draft Lyons deposition outline notes based on relevant produced documents (2.7), Perform documentary research (1.5) and draft memo notes (1.1) relating to UCC-JSN Phase II draft stipulation.	9.30	4,603.50
11/04/13	DIENSTAG, ABBE L.	Comment on draft confirmation order provisions re: plan trusts and distributions (2.1); speak with S. Zide re: same (0.2).	2.30	2,012.50
11/04/13	O'NEILL, P. BRADLEY	Prepare for (.2) and participate in meet and confer with Debtors (.4); Correspond with D. Blabey, C. Siegel re: Phase II prep (.4); emails with C. Siegel re: document review (.1); Speak with S. Zide re: status of depositions (.2); emails with N. Simon re: same (.2); review Ally exhibit list (.2); attend pretrial conference with expert (3); prepare for (2.3) and meet (2.2) with J. Dubel, R. Wynne, K. Eckstein, D. Mannal, A. Dove re: depo preparation; review PTO for Phase II confirmation (.5); Correspond with A. Dove re: stipulated facts (.3); emails with N. Simon, S. Zide re: same (.2); review A. Dove rider to PTO (.6); Meet with K. Eckstein, D. Mannal, S. Zide re: confirmation issues (.3); review scheduling stip (.2); review N. Simon rider to PTO (.2); review S. Zide comments to PTO (.2); attend portion of meeting with D. Mannal and K. Eckstein re: confirmation hearing (.4).	12.10	9,982.50
11/04/13	SIMON, NORMAN	Calls with K. Denk re: Lyons deposition (.5), Meet and confer on confirmation experts (.4); Correspondence with B. O'Neill, S. Zide, K. Denk re: confirmation issues (.5) Correspondence with B. O'Neill re: Phase II depositions (.2); Continue preparing for Lyons deposition (3.8); review relevant materials and exhibits for preparation for Lyons deposition (3.5).	8.90	7,342.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/04/13	TRACHTMAN, JEFFREY S.	Review draft (2.6) and edit (3.0) full draft of confirmation briefs, including Plan settlements, releases, exculpation, and 1129 factors correspondence re: confirmation brief with D. Eggermann, D. Blabey, A. Dove (1.3).	6.90	6,382.50
11/04/13	CIPOLLA, SANTO A.	Assist K. Denk with organizing relevant documents and exhibits for preparation for upcoming R. Lyons deposition (2.2).	2.20	671.00
11/04/13	EGGERMANN, DANIEL M	Draft response to plan objections (4.0), review same (.5); perform legal research re same (3.0); continue drafting response to plan objections (3.7).	11.20	8,680.00
11/04/13	BESSNER, DEBORAH	Create binders re: Phase II expert rebuttal reports.	0.80	236.00
11/04/13	SHARRET, JENNIFER	Participate in call with MoFo and DOJ on carve-out language (.8); post-call correspondence with D. Mannal, L. Marinuzzi re: same (.5); draft revisions to DOJ/AG settlement carve-out (1.9); draft update re: same (.5).	3.70	2,571.50
11/04/13	CHASS, MARK	Correspond with S. Zide re plan definition of JSN Claims, plan treatment of UMB and WF claims (.8), review plan (.3) and draft plan revisions re JSN claims (.7), review S. Zide revisions to same (.4)	2.20	1,705.00
11/04/13	RINGER, RACHAEL L	E-mails with D. Mannal and MoFo re: confirmation brief (.3), discussion with N. Allard re: revised Plan, e-mails with S. Zide re: same (.5), e-mails with J. Shifer, D. Eggermann re: voting and confirmation brief (.3) correspond with S. Zide and N. Allard re: plan, confirmation order, declarations (1.5), revise Kruger declaration (.3)	2.90	1,624.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/04/13	MANNAL, DOUGLAS	Call w/ DOJ re: plan modifications (1.1); prepare for (1) and office conference with B. O'Neill and K. Eckstein re: confirmation hearing (.8); review objection chart in prep for status conference (.4); office conference with K. Eckstein re: same (.4); prep for meeting with J. Dubel (.3); office conference with J. Dubel, A. Dove, B. O'Neill, K. Eckstein re: hearing prep (2.2); review confirmation brief (2.0) and comment on same (1.5); email w/ A. Dove re: FHFA (.1); discussion with G. Lee, S. Zide, J. Shifer re: Impac (.7).	10.40	8,580.00
11/04/13	FREJKA, ELISE S	Review revised plan (1.4) and provide comments re: Borrower issues (.5); prepare analysis of borrower objections for D. Mannal (1.8); call with D. Mannal regarding same (.3).	4.00	3,140.00
11/04/13	ECKSTEIN, KENNETH H.	Call with G. Lee re prep for status conf (.7); review plan objection chart (1); confer D. Mannal, S. Zide, and B. O'Neill re status conference and confirmation issues. (.3).	2.00	1,980.00
11/04/13	ECKSTEIN, KENNETH H.	Meet with D. Mannal re: objection chart for confirmation hearing (.4), meet with D. Mannal and B. O'Neill re: confirmation hearing (.8)	1.20	1,188.00
11/04/13	ECKSTEIN, KENNETH H.	Conference with J. Dubel, R. Wynne re depo prep for Dubel confirmation deposition (1.4).	1.40	1,386.00
11/05/13	ZIEGLER, MATTHEW C	Perform legal research re: insurance neutrality (2.6); draft plan confirmation objection reply passages responding to GM Insurers' objections (1.6); revise same (0.7); review memorandum re: insurance research (0.3); call with K. Chopra, D. Eggermann re: GM Insurers' objections (0.2); review internal memoranda re: equities of the case (0.5) and further research re: same (1.4); research re: allowance of fees(1.8).	9.10	5,096.00
11/05/13	KOCH, SAM	Draft depo materials for N. Simon re phase 2 Lyons deposition (4.0); review of same (2.0), continue drafting depo outline for same (1.7).	7.70	3,272.50
11/05/13	KOCH, SAM	Meetings w/ K. Denk re: prep for phase 2 Lyons deposition.	0.40	170.00
11/05/13	KOCH, SAM	Meeting w/ K. Denk re: depo outline in preparation for phase 2 Lyons deposition.	1.80	765.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/05/13	ALLARD, NATHANIEL	Review Syncora comments to stipulation (.8); further draft Syncora stipulation (3.0), correspond w/ J. Shifer re: same (.5), correspond w/ D. Mannal re: same (.4); further revise Syncora stipulation (1.2); review confirmation documents for exhibits for exhibit list (3.0), correspond w/ D. Eggermann re: same (.3), correspond with R. Ringer re: same (.3).	9.50	4,037.50
11/05/13	O'NEILL, P. BRADLEY	Prepare for (2.4) and meet (2.2) with J. Dubel, A. Dove, K. Eckstein and D. Mannal re: witness prep; prepare Dubel outline (.8); review confirmation reply (.9); revise changes to PTO (1.3); CFs with S. Zide re: same (.5); emails with J. Dermont re: depo (.2); Call with D. Perry re: same (.2); review confirmation memo and CF with R. Ringer re: exhibits (.4); review Dondzila depo designations (1.1); emails with N. Simon, MoFo re: same (.2); comment on Westman testimony (1.2); review Hamzehpour testimony (1); review comments to Kruger declaration (.9); confer with A. Dove re: pretrial order (.3).	13.60	11,220.00
11/05/13	DENK, KURT M	Correspondence / calls re Phase II workflows with N. Simon (.5) and D. Eggermann (.5). Prepare for (.6) and attend meeting (.5) with N. Simon & B. Herzog re tax issues relevant to Phase II. Meetings with S. Koch re analysis of Lyons expert report (2.2). Draft Lyons deposition outline notes based on review of relevant produced documents (3.1).	7.40	3,663.00
11/05/13	GRIBBON, SARA B	Review draft of confirmation brief for cite checking (1.5); confer with D. Eggermann re cite checking (.2).	1.70	722.50
11/05/13	SHIFER, JOSEPH A	Confs with R. Ringer re vote tabulation (.3), emails with J. Morrow and D. Harris re balloting (.2), emails with D. Harris re tabulation affidavit (.1), conf with J. Donnell re Wachovia objection (.2), email to V. Murrell re balloting (.1), conf with J. Bessonette re assumption schedule (.2); call with E. Frejka and D. Mannal re: voting (.5).	1.60	1,112.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/05/13	ZIDE, STEPHEN	Revise proposed stipulated facts for phase 2 (1.5); correspondence with B. O'Neill, D. Blabey, A. Dove and Mofo re same (1). Participate in Renzi depo preparation (1.5). Review Kruger declaration (.7), markup same (.7) and speak with R. Ringer re same (.2) Emails with J. Sharret and B. Perlstein re plan provisions (.7). Correspond with A. Dove, D. Blabey, B. O'Neill and J. Trachtman re drafting for phase 2 issues (.4). Calls with Cleary re plan issues (.5); Call with T. Goren re same (.2); email G. Lee re same (.1). Emails with G. Horowitz, T. Goren and K. Eckstein re preparation of closing and adequate protection issues (.4).	7.90	5,885.50
11/05/13	SIMON, NORMAN	Review court conference transcript and correspondence with J. Trachtman and A. Dove re: same (3d Party release issues) (.5); Call with D. Eggermann re: Lyons deposition (.2); Meeting with B. Herzog, K. Denk re: tax issues in plan (.5); Correspond with M. McCabe re: tax issue (.4); Continue review of outline and exhibits to prepare for Lyons deposition (3.7); Meeting with K. Denk re: same (.3); Review of depositions designations (.6); Call with A. Dove re: third party release issues (.3); Call with M. McKane re: tax allocation issue (.4); continue preparing for Lyons deposition (3.0).	9.90	8,167.50
11/05/13	DIENSTAG, ABBE L.	Call with J. Brodsky re: fiduciary duties of Liquidating Trust board (0.1), call with C. Archer re: same (0.1); call with C. Archer re: changes to the LTA (0.2); correspond with J. Bessonette re: corporate tasks(0.1).	0.50	437.50
11/05/13	TRACHTMAN, JEFFREY S.	Draft (4.0) and edit (3.3) portions of confirmation brief re: third party release, debtors release and exculpation sections; correspondence re: same with B. O'Neill, D. Blabey, A. Dove, D. Eggermann, K. Eckstein, D. Mannal, S. Zide (2.5).	9.80	9,065.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/05/13	ARCHER, CAROL	Review revisions to Liquidating Trust Agreement (.6) Meeting w/A. Dienstag re: fiduciary duties memo (.1), conduct DE law research re: same (3.6), draft memo re: trustee fiduciary duties (3.1). Conf w/J. Bessonette re: asset transfers, matters relating to Effective Date (.3). Confs with potential transfer agent re: services (.5), related emails w/J. Brodsky, J. Bessonette, A. Dienstag (.3).	8.50	6,162.50
11/05/13	BENTLEY, PHILIP	Review draft Lipps (.5), Kruger (.4) and Dermont (.4) direct testimony for confirmation.	1.30	1,163.50
11/05/13	ECKSTEIN, KENNETH H.	Call with borrower re administrative reserve (.7); call w/ creditor re: confi (.7); extensive edits to Dubel (1.0) and Dermont declarations in support of confirmation (1.0); review response to plan objection (1.0), revise same (.5).	4.90	4,851.00
11/05/13	EGGERMANN, DANIEL M	Review JSN Objections (2.3) and draft response re: same (2.6); call w/Perkins Coie (Chopra) re GM Insurers (.2); review response to GM Insurers' Objection to plan (.9); perform legal research re JSN Objection to Plan (2.3); review revisions to Plan re: same (2.0); call with N. Simon re: Lyons deposition (.2).	10.50	8,137.50
11/05/13	KAUFMAN, PHILIP	Preparation for experts' depositions for confirmation (2.8); draft revision of witness declarations in support of same (3.7); review and comment on draft pre-trial order (.6); correspondence with B. O'Neill, S. Zide, N. Allard and Debtors' counsel re: confirmation/Phase II discovery issues, strategic and legal matters (2.2); continue preparing for experts' depositions for confirmation (Bingham) (2.0).	11.30	10,622.00
11/05/13	BESSONETTE, JOHN	Correspond with A. Dienstag, C. Archer and J. Shifer re open effective date items.	1.30	1,072.50
11/05/13	BESSNER, DEBORAH	Incorporate revisions into Kruger direct testimony.	1.50	442.50
11/05/13	BESSNER, DEBORAH	Correspond with Cadwalader re: upcoming depositions.	0.80	236.00
11/05/13	BESSNER, DEBORAH	Create binders for P. Kaufman re: Bingham deposition.	1.70	501.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/05/13	SHARRET, JENNIFER	T/c with N. Orenstein and L. Marinuzzi re: DOJ plan and confirmation order language (.2); post-call discussion with L. Marinuzzi re: same (.5); correspond with D. Mannal re: open issues (.5); email with DOJ re: status of plan language (.4); review B. Perlstein's comments to Plan and confirmation order (.5) and t/c with B. Perlstein re: same (.5); revise liquidating trust language re: same (1.0); analysis DOJ/AG settlement (1.4); mark-up DOJ language to plan and confirmation order (1.2).	6.20	4,309.00
11/05/13	DOVE, ANDREW	Confer w/ D. Blabey re pre-trial order re intercompany issues (.5). Correspond w/ K&E re characterization issues per briefing for JSN objections (.5). Revise pre-trial order (2.9). Confer w/ B. O'Neill re same (.3). Revise Dermont declaration based on internal comments (3.6). Confer w/ A. Singer re Deutsche Bank objection (.5). Correspond w/ S. Shelley re same (.4). Review draft declarations prepared by K&E for Ally witnesses (1.3). Continue revision Dermont declaration (2.0). Draft additional analysis for confirmation order (1.3).	13.30	8,711.50
11/05/13	RINGER, RACHAEL L	Revise Kruger declaration in support of the Plan (1.1), e-mails with S. Zide re: same (.3), e-mails with A. Dove and J. Sharret re: plan language (.2), assist B. O'Neill and N. Allard with preparation of exhibits for Phase II (1.6), draft portion of PTO for Phase II (.8), revise confirmation order (.3), further revise plan and confirmation order (1.0), e-mails with MoFo re: confirmation brief (.3), revise Plan re: additional comments from Committee members (.4); meet with D. Mannal re: comments to confirmation brief (.4).	6.40	3,584.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/05/13	MANNAL, DOUGLAS	Attend meeting of FGIC w/ J. Dubel re: cross examination prep (1.5) and follow-up prep re: same(1.6); office conference with R. Ringer re: comments to confirmation brief (.4); TCF w/ Borrower's counsel re: budget (.9); office conference with J. Sharret re: DOJ issues (.7); revise proposed DOJ language for plan/ confirmation order (.4); further revisions to confirmation brief (2.4); call with E. Frejka and J. Shifer re: voting (.5)	8.40	6,930.00
11/05/13	FREJKA, ELISE S	Analysis of claims at specific Debtors for purposes of voting (1.4); call with D. Mannal, J. Shifer regarding same (.5); review insurance neutrality issues in Plan (.9); revise insurance language (.8); prepare Plan insert regarding insurance neutrality (1.2); call with S. Gummow, regarding resolution of insurance neutrality objection (.3); revise Friedman direct testimony for confirmation (2.8)	7.90	6,201.50
11/05/13	ECKSTEIN, KENNETH H.	Meet with J. Dubel re: prep for depo (2.5)	2.50	2,475.00
11/06/13	GRIBBON, SARA B	Perform legal research re litigation valuations (4.0); confer with A. Kaup, D. Blabey, and M. Ziegler re same (.6); continue legal research re: litigation valuations (3.0); confer with D. Eggermann, D. Mayo, T. Peretz re cite-checking confirmation brief (.4)	8.00	3,400.00
11/06/13	CIPOLLA, SANTO A.	Confer with K. Denk regarding review of Examiner's Report (.4); compile summary of same (4.0) and create copy of same for attorney review (.6); correspond with N. Hamerman regarding preparation of case binder of cases cited in Debtors' and Official Committee of Unsecured Creditors' Motion in Limine to Exclude Certain Expert Testimony at Trial (.2); compile binders of same (1.8).	7.00	2,135.00
11/06/13	PERETZ, TUVIA	Research re expert testimony issues in second circuit	1.70	722.50
11/06/13	ZIEGLER, MATTHEW C	Research re: liquidation issues (3.0); further research re equities of the case (0.5); legal research re: allocation of settlement proceeds (2.9); review research re: same (4.0).	10.40	5,824.00
11/06/13	PERETZ, TUVIA	Research re expert testimony issues in second circuit (3.4), meet with B. O'Neill re:same (.4).	3.80	1,615.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/06/13	KOCH, SAM	Conduct analysis of expert report in preparation for phase 2 Lyons deposition.	3.90	1,657.50
11/06/13	KOCH, SAM	Review expert witness report sources for N. Simon in preparation for Lyons phase 2 depo (3); draft summary of expert witness report sources in preparation for Lyons phase 2 depo (0.8)	3.80	1,615.00
11/06/13	KOCH, SAM	Meeting w/ K. Denk to discuss research conducted in preparation for Lyons phase 2 depo	1.10	467.50
11/06/13	SIMON, NORMAN	Attend J. Young deposition (6.3); Continue review of outline and exhibits in preparation for Lyons deposition (4); correspond with MoFo, B. O'Neill, D. Mannal re: confirmation issues (.5); calls with P. Kaufman, B. O'Neill re: Young testimony (.3)	11.10	9,157.50
11/06/13	SHARRET, JENNIFER	Emails with B. Perlstein re: liquidating trust language (.9); emails with S. Zide, R. Ringer and A. Dove re: plan provisions (.5); c/f call with DOJ, D. Mannal, B. Perlstein, A. Barrage and L. Marinuzzi re: DOJ language (.5); calls with B. Perlstein re: plan provisions(.6); revise liquidating trust language (.5); emails with S. Zide re: plan changes (.3); further revise same (.6); t/c with N. Orenstein re: DOJ language (.5); analysis of carve-out language (.5); t/c with J. Cordaro re: DOJ language (.4); email to D. Mannal, B. Perlstein, A. Barrage and B. Perlstein re: same (.2); review DOJ revised language on carve-out (.4); analysis of same (.6); draft talking points on DOJ issues (.8); t/c with D. Mannal re: plan provisions (1); t/c with D/. Mannal and J. Cordaro: re: DOJ language (.1).	8.40	5,838.00
11/06/13	DENK, KURT M	Correspondence re Phase II workflows with N. Simon (1), N. Hamerman (.6), S. Koch (.5), and S. Cipolla (.3). Prepare for (.5) and attend (3.9) James Aretakis deposition; draft summary analysis re same (1.2). Prepare for meeting (.3) and meeting with S. Koch re analysis of materials for Lyons deposition (1.1) and draft materials relating to Lyons deposition (2).	11.40	5,643.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/06/13	TRACHTMAN, JEFFREY S.	Edit portions of confirmation brief re: settlements in plan (2.6); meet with KL team and Moelis re: witness prep and declarations (3.5).	6.10	5,642.50
11/06/13	DIENSTAG, ABBE L.	Revise memo on fiduciary duties of bondholders (0.7); c/w C. Archer re: same (0.2); email S. O'Neal re: unitholders(0.2); emails re: disputed claims reserve with J. Shifer and brief review of same (0.2).	1.30	1,137.50
11/06/13	ALLARD, NATHANIEL	Meet w/ B. O'Neill, D. Mannal, D. Eggermann, S. Zide, D. Blabey, R. Ringer re: confirmation exhibit list (1.0); compile exhibit list (2.0) and correspond w/ R. Ringer re: same (.4); call w/ Syncora counsel, D. Mannal re: Syncora stipulation (.8); meet w/ J. Shifer re: Syncora and confirmation issues (2.0); revise Syncora stipulation and proposed assignment and assumption order (1.5); correspond w/ P. Kaufman, D. Bessner re: deposition preparation (.5); draft and send notice re: Dermont deposition to discovery protocol list (.5); correspond w/ J. Shifer, R. Ringer re: voting results (.3). Further discuss Syncora stipulation w/ J. Shifer (.2).	9.20	3,910.00
11/06/13	SHIFER, JOSEPH A	Emails with V. Murrell and D. Harris re PBGC balloting (.4), emails with N. Ornstein re Wachovia objection (.2), emails with S. Zide re same (.1), confs with D. Harris, E. Frejka re: voting tabulation (.8) meet with E. Frejka and D. Mannal re same (.5), review data re same (.7), confs with R. Ringer re same (.6), conf with L. Marinuzzi and M. Rothchild re assumption schedule (.3), conf with C. Archer re same (.2), correspondence with S. Zide, D. Blabey and D. Eggermann re confirmation brief (.5), emails with J. Bessonette and A. Dienstag re unit holders (.4)	4.70	3,266.50
11/06/13	ARCHER, CAROL	Conduct DE law research re: trustee fiduciary duties (2.0), draft memo re: same (3.1). Conf w/J. Shifer re: contract assumption (.2), related review of contracts re: same (.8) Emails w/ J. Brodsky, Computershare re: transfer agent services (.3), review of related materials and proposals (.5).	6.90	5,002.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/06/13	O'NEILL, P. BRADLEY	Draft Dubel outline (2.5); Meet with J. Dubel re: depo prep (1.2); review Bingham and Gutzeit reports (.8); Meet with J. Dermont re: depo prep (1.2); review PTO for Phase II/confirmation (.7); Conference call with MoFo, Curtis re: same (.9); Correspond with KL team re: discovery request from Milbank (.3); review cases re: expert testimony issues (1.4); emails with N. Hamerman re: same (.3); Call with C. Kerr, A. Lawrence re: PTO (.3); Call with K. Eckstein, D. Mannal, D. Blabey, S. Zide re: closing arguments in Phase I (.4); review Dubel Direct testimony (1.2); CF with D. Donovan re: declarations (.4); Meet with S. Zide, R. Ringer, D. Mannal, D. Eggermann and N. Allard re: Phase II exhibits (1); review confirmation strategy memo (.5); CF Kissel re: Committee witnesses (.4); Meet with T. Peretz re: conduit research (.4).	13.90	11,467.50
11/06/13	EGGERMANN, DANIEL M	Review (3.0) and revise (2.4) response to plan objections focusing on JSN objection, response and GM Insurers objection; Meet with S. Zide, B. O'Neill, D. Mannal, R. Ringer and N. Allard re Plan Exhibit (1); revise (3.2) confirmation brief; confer with S. Zide, J. Shifer and D. Blabey re: same (.7).	10.30	7,982.50
11/06/13	BESSNER, DEBORAH	Emails with M. Ziegler re: precedent plans.	0.20	59.00
11/06/13	BESSNER, DEBORAH	Emails with J. Shifer re voting affidavits.	0.70	206.50
11/06/13	BESSNER, DEBORAH	Email A. Dove re Phase II depositions transcripts.	0.50	147.50
11/06/13	KAUFMAN, PHILIP	Attend deposition of M. Renzi (6.2); conferences and emails with Debtors' counsel, B. O'Neill, G. Horowitz, S. Zide, N. Allard, N. Simon and J. Jurgens re: discovery issues (3.4).	9.60	9,024.00
11/06/13	BESSNER, DEBORAH	Correspond with R. Ringer re: exhibits for phase II chart (.2); update chart re: same (.5).	0.70	206.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/06/13	ZIDE, STEPHEN	Review reply to plan objections (.8); revise same (.7), meet with D. Mannal, D. Eggermann, B. O'Neill, R. Ringer and N. Allard re: plan exhibits (1); emails with D. Eggermann and M. Chass re same (.3). Review DCR deck (.5) and emails with J. Shifer re same (.1). Call with J. Sharret re plan release and DOJ issues (.4). Review comments from AFI re confirmation order (.2). Correspond with K. Eckstein, D. Mannal, B. O'Neill and J. Dermont re witness preparation (.8). Emails with J. Shifer re plan and order negotiations (.5), confer with J. Shifer, D. Eggermann and D. Blabey re: confirmation brief (.7).	6.00	4,470.00
11/06/13	PHILLIP, RENEE	Compile binder of emails and attachments re J. Dermont depo (2).	2.00	610.00
11/06/13	HAMERMAN, NATAN	Revise memo of law re: excluding Lyons testimony (3.0); compile JSN claims model (.9); review Phase II schedule (.8).	4.70	3,642.50
11/06/13	DOVE, ANDREW	Prepare for (1.4) and attend (4.1) deposition preparation session with J. Dubel; Revise Dubel declaration re: confirmation (3.9), review same (.5). Review MoFo comments to confirmation brief (1.7) and confer w/ J. Trachtman re same (.6). Revise FHFA stipulation resolving claims/ confirmation issues(3.6).	15.80	10,349.00
11/06/13	CHASS, MARK	Review response to plan objections (.7), draft rider to same re intercreditor balances and JSN interest (1.2), review indenture and intercreditor agreement re same (1.1), emails with D. Eggermann and S. Zide re same (.4), revise rider (.4), review reg. rights agreement re: same (.8).	4.60	3,565.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/06/13	RINGER, RACHAEL L	Revise plan, e-mails with J. Sharret, S. Zide re: same (.4), finalize exhibit list for phase II/confirmation (2.0), meeting with S. Zide, B. O'Neill, D. Mannal, D. Eggermann and N. Allard re: same (1.0), e-mails with MoFo re: additional exhibits for plan/phase II exhibit list (.3), revise list re: same (1.8), assist with revisions to the confirmation order (1.3), further revise exhibit list (.4), discussion with J. Shifer re: voting portion of confirmation brief (.5), revise portions of confirmation brief re: same and 1129 factors (1.5), correspond with D. Mannal and J. Sharret re: plan issues (.5), research re: 108 tolling application to liquidating trust (.8), correspond with D. Mannal and K. Eckstein re: same (.5), revise confirmation brief re: settlements embodied in plan (2.5).	13.50	7,560.00
11/06/13	FREJKA, ELISE S	Conference call with J. Shifer, D. Harris regarding tabulation (.8); analysis of claims at specific Debtors for purposes of voting (3.4); call with D. Mannal, J. Shifer regarding same (.5); call with L. Mainz, J. Shifer, M. Rothschild regarding zero balance HELOCs (.3); follow up review of same (.2); review insurance memo prepared by D. Flanigan for purposes of resolving GM Insured's objection (1.1); revise insurance language after call with Perkins Coie (.8); prepare insert regarding class actions for confirmation (1.2); call with S. Gummow, J. Eggum, D. Eggermann regarding resolution of insurance neutrality objection (.3); call with J. Wishnew regarding classification of Robertson claim for voting purposes (.2).	8.80	6,908.00
11/06/13	MANNAL, DOUGLAS	Review full confirmation brief including 1129 factors, global settlement and releases(4.0); t/c with J. Sharret re: plan provisions (1).	5.00	4,125.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/06/13	MANNAL, DOUGLAS	Call w/ MoFo and DOJ re: third-party release plan language (.8); follow-up call w/ B. Perlstein re: same (.2); prepare for (.5) and attend meeting with S. Zide, B. O'Neill, R. Ringer, D. Eggermann and N. Allard re: confirmation trial exhibits (1.0); prep for (.9) and attend depo prep session with J. Dermont (4.1); office conference with J. Shifer and E. Frejka re: voting issues (.5), review summary voting results re: same (.5); follow-up call w/ J. Sharret re: DOJ (.3).	8.90	7,342.50
11/07/13	ZIEGLER, MATTHEW C	Review Perkins Coie markups to reply to GM Insurers' plan objection (0.1); further research re: "equities of the case" doctrine (3.2); draft reply brief rider re same (0.1); legal research re: consolidation settlement issues (3.7).	7.10	3,976.00
11/07/13	BESSNER, DEBORAH	Compile produced documents from citations in Bingham report for P. Kaufman in preparation for Bingham deposition.	4.60	1,357.00
11/07/13	GRIBBON, SARA B	Coordinate cite-checking confirmation brief (1.6), begin cite-checking same (2.0); review conventions with D. Eggermann (.2); continue cite checking confirmation brief (3.0)	6.80	2,890.00
11/07/13	BESSNER, DEBORAH	Highlight JSN Designations in deposition transcripts re confirmation.	1.30	383.50
11/07/13	KAUP, ANASTASIA N	Correspondence w/ D. Eggermann, S. Gribbon, M. Guccion, S. Schmidt, D. Mayo, T. Peretz re: review of confirmation brief to prepare to file same (.5).	0.50	247.50
11/07/13	KOCH, SAM	Review transcripts re Examiner Report in preparation for phase 2 Lyons depo (1.5); Prepare memo for N. Simon re review of transcripts re Examiner report in preparation for phase 2 Lyons depo (1.3)	2.80	1,190.00
11/07/13	KOCH, SAM	Research info in expert report in preparation for phase 2 Lyons deposition.	1.60	680.00
11/07/13	KOCH, SAM	Further draft memo for N. Simon re: expert report in preparation for phase 2 Lyons deposition.	2.40	1,020.00
11/07/13	KOCH, SAM	Analyze expert source list in preparation for phase 2 Lyons depo	1.90	807.50
11/07/13	KOCH, SAM	Research case law relevant to expert report in preparation for Lyons phase 2 depo	0.70	297.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/07/13	KOCH, SAM	Meeting w/ K. Denk re: expert report analysis for Lyons phase 2 depo	0.20	85.00
11/07/13	KOCH, SAM	Meeting w/ K. Denk re: case law research in preparation for Lyons phase 2 depo	0.10	42.50
11/07/13	DOVE, ANDREW	Revise Dubel declaration re: confirmation issues and mediation(3.0).	3.00	1,965.00
11/07/13	SIMON, NORMAN	Review exhibits and research in preparation for Lyons deposition (1.9); correspond with K. Denk, N. Hammerman re: same (.8); continue preparing for Lyons deposition (1.6), meeting with K. Eckstein, P. Bentley, D. Mannal re: same (1); review draft reply to plan objections (1).	6.30	5,197.50
11/07/13	DENK, KURT M	Correspondence re Lyons deposition with N. Simon (.8), N. Hamerman (.6), S. Koch (.5), D. Eggermann (.2), and D. Bessner (.2) & S. Cipolla (.5). Draft Lyons deposition outline notes (2.0) for N. Simon; meet with S. Koch re: expert reports for Lyons and case law research (.3).	5.10	2,524.50
11/07/13	ALLARD, NATHANIEL	Prepare exhibits re: Bingham deposition (.5), correspond w/ D. Bessner re: same (1.0); correspond w/ P. Kaufman re: same (.2); Prepare for Dubel deposition (.3); update chart for reply to confirmation objections re: current status of objections (2.5), correspond w/ D. Eggermann, R. Ringer re: same (.6); correspond w/ Syncora, D. Mannal, J. Shifer re: Syncora stipulation (.4), follow-up correspondence w/ J. Shifer re: same (.5), review trusts re: same (.5);	6.50	2,762.50
11/07/13	DIENSTAG, ABBE L.	Emails S. O'Neal re: Unitholder issues (0.1); call with C. Archer re: cooperation agreement (0.2).	0.30	262.50
11/07/13	SHIFER, JOSEPH A	Emails with V. Murrell and D. Harris re PBGC balloting (.4), confs with N. Ornstein re Wachovia objection (.6), research re voting certification (2.4) revise voting certification of KCC in support of confirmation and vote tabulation (4.8), confs with D. Harris re same (.3), emails with M. Rothchild and C. Archer re assumption schedule (.3), confs with D. Eggermann re confirmation brief (.3).	9.10	6,324.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/07/13	MAYO, DAVID	Cite check brief in supp. of conf. plan (3.5), review same (1.0).	4.50	1,912.50
11/07/13	TRACHTMAN, JEFFREY S.	Edit (3.5) release section of confirmation brief; correspondence with D. Eggermann, D. Blabey, K. Eckstein, S. Zide, R. Ringer, A. Dove re: submissions (2.8); call with P. Bentley re: Dubel deposition and Dermont testimony (.5); confer with A. Dove re: release sections of confirmation brief (1.8).	8.60	7,955.00
11/07/13	PERETZ, TUVIA	Perform legal research in second circuit	3.20	1,360.00
11/07/13	PERETZ, TUVIA	Review (.8) and cite-check (1.4) confirmation brief	2.20	935.00
11/07/13	BENTLEY, PHILIP	Meet with K. Eckstein, N. Simon and D. Mannal re: Lyons deposition prep (1.0) and discussion with N. Hamerman (0.3) re same and in limine motion; correspond with K. Eckstein, B. O'Neill (0.8) re: Dubel deposition and Dermont direct testimony; confer with A. Dove re: Dubel declaration (0.4), and call with J. Trachtman re: same (0.5); review (.6) and comment (1) on draft Dubel and Dermont testimony; e-mails with K. Eckstein re confirmation issues (0.8).	5.40	4,833.00
11/07/13	O'NEILL, P. BRADLEY	Call with C. Kerr, A. Lawrence re: discovery (.3); review A. Lawrence email re: same (.2); CFs Trustees re: same (.4) emails with S. Shelly re: same (.2); prepare for (1.9) and defend (1.0) Dubel deposition; review release arguments (.5); TCF Milbank re: additional depositions (.4); Call with C. Kerr re: same (.3); TCF Milbank re: PTO (.8); Meet with K. Eckstein, P. Bentley, D. Mannal re: Dubel, Dermont declarations (1); review emails re: release sections of confirmation brief (.2); TCs Schleiber re: WF participation (.3); TCF MoFo, Curtis re: PTO (.5); Emails with S. Zide re: same (.2).	8.20	6,765.00
11/07/13	SCHMIDT, SHAI	Cite- and fact-check portions of confirmation brief (2.0); correspondence re same w/ D. Eggermann and S. Gribbon (1); continue cite-checking confirmation brief (1.0).	4.00	2,240.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/07/13	ECKSTEIN, KENNETH H.	Meet with D. Mannal, N. Simon, P. Bentley re: Lyons deposition (1); discussion with S. Zide re: Dubel deposition (.2) discussion with, R. Ringer re securities section of confirmation brief (.4); meet with A. Dove re: comments to Dubel declaration (.3); meet with J. Brodsky re case and Liquidating Trust issues (1.1)	3.00	2,970.00
11/07/13	EGGERMANN, DANIEL M	Review (2.2) and revise (3.9) response to plan objections including JSN objection, intercompany claims issues; review (1.3) and revise (2.6) plan confirmation brief including sections on security claims settlements and global settlement; speak to S. Zide re: same (.5).	10.50	8,137.50
11/07/13	BESSNER, DEBORAH	Email K. Denk re hearing transcripts, Lipps testimony.	0.50	147.50
11/07/13	KAUFMAN, PHILIP	Continue review of relevant produced documents and potential exhibits for experts' depositions (3.8); conference call with JSNs, Debtors re: discovery/trial issues (.4); numerous emails with K. Eckstein, B. O'Neill, S. Zide, N. Allard and J. Jurgens re: discovery issues, confirmation trial, trial strategy (3.0).	7.20	6,768.00
11/07/13	GUCCION, MARY K	Conf. w/ S. Gribbon re confirmation brief (.2) fact and cite-check same (3.1); continue fact-and cite-checking same (1.3).	4.60	2,576.00
11/07/13	ZIDE, STEPHEN	Numerous correspondence with Mofo, D. Blabey, B. O'Neill and Milbank re phase 2 PTO (3); and comments to same (.5). Calls with Mofo and Ocwen re resolving plan objection (1). Discuss Impac objection with D. Mannal and N. Rosenbaum (.5). Revise reply to JSN objection (2). Discuss Dubel depo with K. Eckstein (.2). Revise Dubel declaration (.8). Emails and speak with J. Sharret re release language (.4). Speak with Cleary re plan and order comments (.6); review same (.1). Review revised reply to objections (.3) and speak with D. Eggermann re same (.5). Emails with K. Eckstein re brief in support of confirmation (3).	10.20	7,599.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/07/13	ARCHER, CAROL	Review transfer of agent services, emails w/J. Brodsky, J. Horner re: same (.5). Review of documents on Assumed Contracts schedule (3.8), related emails. w/J. Shifer, J. Bessonette (1.5); continue review of documents on Assumed contracts schedule (3.5).	9.30	6,742.50
11/07/13	SHARRET, JENNIFER	Emails with A. Barrage and t/c with D. Mannal re: status of DOJ issues (.1); t/c with N. Orenstein re: DOJ issues (.4); t/c with A. Barrage re: DOJ language (.4); revise DOJ language (3.2); t/c with D. Mannal and R. Schrock re: DOJ and plan issues (.5)	4.60	3,197.00
11/07/13	HAMERMAN, NATAN	Research (1.5) and continue drafting Lyons MIL (3.5); review same (1.5); perform further legal research re issues in same (2.5).	9.00	6,975.00
11/07/13	DOVE, ANDREW	Confer w/ J. Beha re judgment reduction issues (.3) and correspond with same re follow-up (.5). Meet w/ K. Eckstein re comments to Dubel declaration (.3). Correspond w/ N. Ornstein of K&E re FHFA settlement (.7). Revise exculpation section of confirmation brief (2.4). Revise stipulation for FHFA settlement (1.8). Confer w/ MoFo (.4) and K&E (.9) re same.	7.30	4,781.50
11/07/13	CHASS, MARK	Review draft response to plan objections (.6), revise same re purported JSN lien on intercompany balances (2.4), review intercreditor agreement re same (1.8), review credit documents re same (.5).	5.30	4,107.50
11/07/13	RINGER, RACHAEL L	Revise confirmation brief (.5), continue revising confirmation brief re: release sections and securities settlement sections (1.5), revise confirmation order (.3), revise portion of brief re: securities claims (.8), continue revising same (.2), fill in citations/factual issues in same (1.3), discussions with D. Eggermann and K. Eckstein re: securities section of confirmation brief (.4), substantially revise securities sections of brief and analysis under Iridium factors (4.4), discuss with A. Dove (.4), further revise full confirmation brief including 1129 factors (1.7)	11.50	6,440.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/07/13	FREJKA, ELISE S	Research regarding assignment of insurance policies (.9); discussion with D. Flanigan regarding same (.2); discussion with N. Rosenbaum, J. Wishnew regarding open confirmation issues (.6); call with S. Linde, V. Chopra regarding GM Insurers objection and scope of resolution (.5); further discussions with D. Eggermann regarding same (.3); draft language to GM Insurers and Kessler for review (.8); revise plan regarding causes of action (.9); discuss same with N. Rosenbaum (.1).	4.30	3,375.50
11/07/13	MANNAL, DOUGLAS	Office conference with J. Brodsky re: LT issues (.3); revise FHFA stip (.3); TCF w/ Kirkland re: DOJ issues (.4); conference call with Wells re: plan objection (.5); office conference with N. Simon and K. Eckstein re: Lyons depo (1.5); revise full UCC response to confirmation objections (3.3); discuss Impac objection with S. Zide and N. Rosenbaum (.5).	6.80	5,610.00
11/07/13	ECKSTEIN, KENNETH H.	Attend J. Dubel deposition (2.5); meet with N. Simon to review Lyons report and dep (1.4); review drafts of Phase II pleadings (3.5).	7.40	7,326.00
11/07/13	DOVE, ANDREW	Comment on MoFo's comments to release sections of confirmation brief (2.7) and confer w/ J. Trachtman re same (1.8). Confer w/ P. Bentley re Dubel declaration (.4). Review Jones Day comments re same (.2). Attend portion of Dubel declaration by teleconference (.5); confer with R. Ringer re: securities section of confirmation brief (.4)	6.00	3,930.00
11/08/13	ZIEGLER, MATTHEW C	Further research re: allocation of settlement proceeds where claims settled are partially secured (2.0); further research re: "equities of the case" doctrine (1.8); continue research re: allocation of settlement proceeds (1.5).	5.30	2,968.00
11/08/13	KOCH, SAM	Analyze expert report in preparation for Lyons phase 2 depo (0.3), draft memo re: same (.2).	0.50	212.50
11/08/13	KOCH, SAM	Research case law in preparation for phase 2 Lyons depo	1.30	552.50
11/08/13	KOCH, SAM	Draft analysis of relevant produced documents for Lyons phase 2 depo	1.20	510.00
11/08/13	KOCH, SAM	Correspond w/ N. Simon re: preparing materials for phase 2 Lyons depo.	0.10	42.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/08/13	KOCH, SAM	Correspond with S. Cipolla re preparing documents for Lyons phase 2 depo.	0.20	85.00
11/08/13	KOCH, SAM	Confer w/ K. Denk re drafting materials in prep for phase 2 Lyons depo	0.20	85.00
11/08/13	KAUP, ANASTASIA N	Review (1.3) and mark up (2.5) draft portion of plan confirmation brief per cite checking comments; Correspondence w/ D. Eggermann, M. Guccion, S. Gribbon, T. Peretz, D. Mayo re: same (.8).	4.60	2,277.00
11/08/13	DENK, KURT M	Meet with N. Simon re: Celini deposition (.5), meet with N. Simon re: Lyons deposition (.8); Correspondence re same with D. Blabey & D. Eggermann (.2) & S. Koch (.5). Conference call with N. Simon & M. McKane (MoFo), and follow-up diligence, re Lyons deposition (.5). Prepare for (.5), participated by telephone conference in (3.7), and performed follow-up diligence items relating to Celini deposition (.4). Revise outline notes for Lyons deposition (1.2).	8.30	4,108.50
11/08/13	PERETZ, TUVIA	Legal research re expert testimony issues in second circuit	1.40	595.00
11/08/13	PERETZ, TUVIA	Reviewing (3.0) and cite-checking (2.2) portions of confirmation brief	5.20	2,210.00
11/08/13	GRIBBON, SARA B	Cite-check confirmation brief (1.8); confer with D. Eggermann, T. Peretz, D. Mayo re same (.8); review chart of responses to objections to be filed with reply (.4), review Impac objection (.3), confer with S. Zide re same (.1); continue cite-checking confirmation brief (1.0).	4.40	1,870.00
11/08/13	ALLARD, NATHANIEL	Prepare chart re: votes against plan (4.0), correspond w/ D. Mannal, J. Shifer re: same (.5); update chart for inclusion in omnibus reply to plan objections (1.5), correspond w/ D. Eggermann, S. Zide, E. Frejka re: same (.5); correspond w/ A. Dove, MoFo re: judgment reduction (.4); further draft chart re: voting results (2.5); correspond w/ D. Blabey, A. Kaup re: research for confirmation issues (.5).	9.90	4,207.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/08/13	SIMON, NORMAN	Meet with K. Denk re: Celini deposition (.5); Calls with D. Donovan, G. Lee, K. Denk re: Lyons deposition (.5); Meeting with K. Denk re: Lyons deposition(.8); review witness designations (.5); corresp. with D. Blabey, D. Eggermann re: reply brief (.4); corresp. with N. Hamerman re: in limine motion (.8); draft outline in preparation for Lyons deposition (4); continue reviewing potential exhibits and related documents in preparation for Lyons deposition (1.2).	8.70	7,177.50
11/08/13	GUCCION, MARY K	Cite check brief in support of confirmation.	3.80	2,128.00
11/08/13	BENTLEY, PHILIP	Meet with KL team re: reply and Phase II contentions (2), conf call with Moelis and A. Dove (0.6), and discussion with A. Dove (0.3) re confirmation brief and Dubel and Dermont testimony; comment on Dubel and Dermont testimony (1.8); emails with A. Dove re: same (0.4)	5.10	4,564.50
11/08/13	O'NEILL, P. BRADLEY	Attend portion of meeting with KL team re: reply/contentions (1); review motion in limine re: confirmation (.8); review Phase I actions (.5); review contentions for Phase I (1); review reply in support of confirmation (1.4); CF K. Eckstein re: hearing (.3); review counter designation (.7); Correspond with C. Siegel re: same (.3); Call with P. Farber re: same (.3); review form of stipulation from Milbank (.3); CFs C. Kerr, P. Kaufman re: same (.4); CF C. Kerr re: hearing (.2); review release argument (1.1); TCF with D. Eggermann, J. Trachtman re: Phase II contentions (.3); TCF with Moelis re: testimony (.3); Call with P. Bentley re: same (.3); TC D. Donovan re: declarations (.3); review Dubel testimony (.6).	10.10	8,332.50
11/08/13	SCHMIDT, SHAI	Fact- (3.0) and cite-check (3.0) confirmation brief; discussions re same w/ D. Eggermann (1).	7.00	3,920.00
11/08/13	ECKSTEIN, KENNETH H.	Calls with G. Lee re confirmation hearing, including outline opening, witnesses, (1.6); review Dubel declaration (1.2), review revised response to objections (1.3), review release section of brief (1.1)	5.20	5,148.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/08/13	EGGERMANN, DANIEL M	Attend Kramer Levin team meeting (B. O'Neill, P. Bentley) re confirmation brief (2.0); revise plan confirmation brief re: comments from same and release sections (3.2); revise response to objections (2.0); Calls and email w/Perkins Coie (Chopra and Linde) re GM Insurers plan objection (.5); discussion with S. Schmidt re: cite-check confirmation brief (1).	8.70	6,742.50
11/08/13	KAUFMAN, PHILIP	Continue review of relevant produced documents to prep for Bingham deposition(1.0) and Gutzeit deposition (2.5); correspondence with K. Eckstein and B. O'Neill re: confirmation issues and strategy (1.3); emails with Debtors' counsel, B. O'Neill, S. Zide and K. Eckstein re: confirmation issues, legal issues, strategy (1.4); review draft confirmation brief (.7).	6.90	6,486.00
11/08/13	TRACHTMAN, JEFFREY S.	Edit release/ exculpation section of confirmation brief (3.2) and reply sections re: JSN objections(3.0); correspondence with D. Eggermann, A. Dove, D. Blabey, K. Eckstein, D. Mannal, P. Bentley, N. Simon re: confirmation submissions (2.4); continue editing full confirmation brief (2.6); review reply sections re: status of plan objections (1.0).	12.20	11,285.00
11/08/13	SHIFER, JOSEPH A	Call with T. Farley, M. Rothchild, A. Barrage re assumption schedule (.5), emails with E. Frejka re LT assets (.2), emails with C. Archer and S .Tandberg re assumption schedule (.4), emails with D. Eggermann re plan objection reply (.3), review balloting data (.6), emails with J. Donnell re WFBNA objection (.2), confs with D. Mannal and N. Ornstein re same (.5), confs with D. Mannal and J. Donnell re same (.5), emails with D. Harris re same (.2), review stipulation of facts re same (.2), revisions to voting certification (1.3), perform research re WFBNA objection (.4).	5.30	3,683.50
11/08/13	SHIFER, JOSEPH A	Emails with D. Horst re FHA claims (.2), review large claim data and emails with M. Talarico re same (.4)	0.60	417.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/08/13	ARCHER, CAROL	Review latest revisions to Plan and LTA (2.5), correspond w/A. Dienstag re: same (.5) and emails w/R. Ringer, S. Zide, J. Sharret re: same (.2). Review Cooperation Agreement (.5), emails w/A. Dienstag relating thereto (.3).	4.00	2,900.00
11/08/13	HAMERMAN, NATAN	Continue drafting Lyons MIL re: confirmation (2.0); revise same (2.0); perform legal research re evidentiary issues for same (1.0); revise Lyons depo outline (1.2).	6.20	4,805.00
11/08/13	DOVE, ANDREW	Confer w/ P. Bentley re Dermont and Dubel declarations (.3). Attend call w/ Moelis re same (.6). Attend portion of confirmation team meeting (D. Eggermann, P. Bentley, B. O'Neill) (1.5) and prepare for same (.4). Draft revised Dermont declaration based on same (3.9). Confer w/ Wells Fargo counsel E. Schaffer re Plan objection (.6). Confer w/ T. Foudy and L. Marinuzzi re same (.4). Draft analysis re: same (2.5).	10.20	6,681.00
11/08/13	SHARRET, JENNIFER	Prep for (.2) and participate in call with DOJ, Kirkland, MoFo, D. Mannal and B. Perlstein re: DOJ language in plan/confirmation order (.5); post-call communications with D. Mannal and B. Perlstein re: same (.1); correspondence with S. Tandberg re: follow-up on DOJ issues (.5); draft insert for chart on status of objections for states and DOJ issues (.4); correspondence with S. Zide and R. Ringer re: modifications to confirmation order re: Ocwen language (.4); emails with C. Archer re: liquidating trust language and review of same (.3); correspondence with R. Ringer re: modifications to the Plan (.2).	2.60	1,807.00
11/08/13	ZIDE, STEPHEN	Emails with J. Sharret and B. Perlstein re DOJ and plan release issues (.5). Prepare for (1) and meet with K. Eckstein, D. Mannal, P. Bentley, D. Eggermann and D. Blabey re briefing of confirmation reply and phase 2 contentions (2). Emails with A. Dove re Dubel direct testimony (.1). Calls with Mofo and Ocwen re resolution of plan objection (1). Draft Impac insert for reply to plan objections (1). Review UMB statement on the plan (.4). Emails with A. Dienstag re Mofo plan comments (.2). Emails with Mofo re Fazio depo (.1).	6.30	4,693.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/08/13	RINGER, RACHAEL L	Attend meeting with K. Eckstein, D. Mannal, D. Eggermann, D. Blabey, P. Bentley S. Zide, and A. Dove re: plan/confirmation brief issues (2.0), call with J. Sharret and DOJ re: DOJ confirmation order issues (.5), review mark-up of confirmation order, e-mails with S. Zide re: same (.3), e-mails with A. Friedman re: securities claims section of confirmation brief (.3), e-mails with J. Sharret and A. Dienstag re: plan (.3), revisions to plan/confirmation order re: objection resolutions (1.4), further revise plan, circulate to A. Dienstag, C. Archer, J. Bessonette, S. Zide (.5), e-mails with J. Trachtman re: confirmation brief (.2), further revise plan (.3).	5.80	3,248.00
11/08/13	FREJKA, ELISE S	Draft insert for revised plan re: insurance issuers (1.4); discussion with D. Eggermann regarding GM Insurers objection (.2); call with V. Chopra regarding same with D. Eggermann (.5); review revised language from Perkins Coie re: same (.3); call with D. Eggermann and S. Gorman regarding same (.5); call with D. Flanigan regarding GM Insurers objection and insurance neutrality (.3); revise language regarding insurance neutrality (.5); revise reply to plan objections chart (.4); revise Thompson direct testimony (1.5); conform Friedman direct testimony (.9).	6.50	5,102.50
11/08/13	MANNAL, DOUGLAS	Call w/ DOJ, Kirkland, J. Sharret and MoFo re: proposed release language on plan (.5); email w/ J. Sharret and B. Perlstein re: same (.4); attend KL meeting (S. Zide, A. Dove, R. Ringer, D. Blabey, P. Bentley, B. O'Neill) re: replies to objections to plan (2.0); comment on Dubel declaration (3.4); email w/ R. Wynne re: same (.2); office conference w/ J. Shifer re: Wells objection (.5); email w/ A. Dove re: FHFA stip (.3); review UMB settlement re: Wells claim (.4); review Dubel declaration (1.5); office conference re: S. Zide and K. Eckstein re: same (.6).	9.80	8,085.00
11/09/13	KOCH, SAM	Research in preparation for Lyons phase 2 depo (1.5) draft memo to N. Simon summarizing research in preparation for Lyons phase 2 depo (1.1).	2.60	1,105.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/09/13	KOCH, SAM	Create expert report analysis materials in prep for phase 2 Lyons depo (1.6); Correspond w/ N Simon re same (0.2).	1.80	765.00
11/09/13	KOCH, SAM	Perform case law research in preparation for phase 2 Lyons depo.	2.10	892.50
11/09/13	KOCH, SAM	Draft memo re: case law research in preparation for phase 2 Lyons depo.	1.20	510.00
11/09/13	KOCH, SAM	Analyze expert report in prep for Lyons phase 2 depo (0.2); Draft memo summarizing analysis of expert report in prep for Lyons phase 2 depo (0.6).	0.80	340.00
11/09/13	KOCH, SAM	Correspond with K. Denk re background research in preparation for Lyons phase 2 depo.	0.20	85.00
11/09/13	KOCH, SAM	Meet w/ K. Denk re relevant law in preparation for Lyons phase 2 depo	0.40	170.00
11/09/13	KOCH, SAM	Emails with K. Denk re research in prep of phase 2 Lyons depo	0.10	42.50
11/09/13	KOCH, SAM	Outline relevant law in preparation for Lyons phase 2 depo.	0.10	42.50
11/09/13	DENK, KURT M	Emails re Phase II with P. Bentley, B. O'Neill, N. Simon, D. Blabey, D. Eggermann, N. Hamerman (.5). Prepare for (.2) and participate in (.3) conference call with N. Simon & D. Donovan (Kirkland) re same. Call with N. Simon (1) and S. Koch (1) re preparation for Lyons deposition, and prepare outline for same (3.0), revise same (1.5).	7.50	3,712.50
11/09/13	EGGERMANN, DANIEL M	Review draft confirmation brief (2.1), revise 1129 factors and Global settlement sections of confirmation brief (3.0); revise reply to objections to confirmation (2.9); call w/ P. Bentley, R. Ringer and A. Dove re securities claims section of confirmation brief (1); review Sillman declaration (1.5).	10.50	8,137.50
11/09/13	GRIBBON, SARA B	Finalize cite checks to confirmation brief (4.0); review submitted drafts of edits to citations (.8).	4.80	2,040.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/09/13	ALLARD, NATHANIEL	Update chart for inclusion in plan response (.7), research re: Examiner for confirmation preparation (1.5), correspond w/ B. O'Neill, R. Ringer re: same (.3); correspond w/ B. O'Neill, R. Ringer re: confirmation exhibits, research same (.5); Correspond w/ J. Shifer re: Syncora stipulation (.3), revise same (.3).	3.60	1,530.00
11/09/13	SIMON, NORMAN	Prepare for Lyons deposition (4.0); numerous correspondence with K. Denk, S. Koch re: same (3.5); meet with K. Denk re: preparation for Lyons deposition (1.0), conference call with K. Denk and D. Donovan re: same (.3) review S. Koch memo summarizing research in preparation for Lyons phase 2 depo (2.0); correspond with S. Koch re: expert report analysis (.2).	11.00	9,075.00
11/09/13	O'NEILL, P. BRADLEY	Revise Phase II contentions for JSN trial (3.9); review Lyons in limine motion (1.5); review Phase II exhibit list (1); review designations for same (1.1).	7.50	6,187.50
11/09/13	BENTLEY, PHILIP	Comment on securities settlement section of confirmation brief (2.0), and conf call with D. Eggermann, R. Ringer, A. Dove re same (1.0); review Dermont declaration (0.9); review (1.0) and comment (0.8) on motion to preclude Lyons testimony, and trade e-mails re same, e-mails with R. Ringer re confirmation issues (0.6)	6.30	5,638.50
11/09/13	DIENSTAG, ABBE L.	Emails S. Zide, C. Archer re: transfer for assets at Effective Date.	0.20	175.00
11/09/13	KAUFMAN, PHILIP	Review exhibits in preparation for Bingham expert deposition (2.0), further prepare for same (2.2); numerous emails with B. O'Neill, D. Eggermann, D. Blabey and Debtors' counsel re: confirmation brief, response to objections, discovery issues, strategy (.7); review confirmation brief (2.0).	6.90	6,486.00
11/09/13	TRACHTMAN, JEFFREY S.	Draft (3.7) and edit (4.0) brief sections re: securities claims and global settlement; emails, with A. Dove, D. Eggermann, K. Eckstein, S. Zide, R. Ringer re: submission (1.5); correspond with A. Dove and D. Eggermann re: same (.5); review pretrial submission drafts (1.3).	11.00	10,175.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/09/13	SHIFER, JOSEPH A	Emails with N. Ornstein and D. Mannal re WFBNA plan objection (.3)	0.30	208.50
11/09/13	SHIFER, JOSEPH A	Review draft voting certification and exhibits.	1.50	1,042.50
11/09/13	ZIDE, STEPHEN	Emails with J. Brodsky and R. Ringer re confirmation order (.1). Emails with B. O'Neill and P. Farber re exhibit lists (.1). Emails with C. Archer, A. Dove and R. Ringer re plan comments and LTA (.3). Email with D. Eggermann re chart of plan objections (.1). Review revised reply to plan objections (.7). Review and comment on Kruger declaration (.3); review Debtor declarations (.5); draft detailed summary of same (.7).	2.80	2,086.00
11/09/13	HAMERMAN, NATAN	Review comments on draft confirmation brief.	0.70	542.50
11/09/13	DOVE, ANDREW	Revise (2.1) and comment (1.3) on securities and release sections of confirmation brief. Correspond w/ J. Trachtman and D. Eggermann re same (.5). Attend call w/ P. Bentley, D. Eggermann, and R. Ringer re securities settlement section of confirmation brief (1). Confer w/ R. Ringer re same (.2). Revise securities section (1.3). Correspond w/ J. Trachtman re release issues (1.5).	7.90	5,174.50
11/09/13	SHARRET, JENNIFER	Review revisions to Plan (.4); draft revisions to plan and confirmation order (.8); revisions to chart on DOJ and state objection (.3)	1.50	1,042.50
11/09/13	RINGER, RACHAEL L	E-mails with P. Bentley re: securities claims section of confirmation brief (.3), Prepare for (1.0) and call with A. Dove, D. Eggermann and P. Bentley re: same (1.0), e-mails with A. Lawrence re: exhibit list (.3), revise confirmation order re: resolved objections (1.0), revise reply (.7), e-mails with A. Dove, D. Eggermann, S. Zide re: same (.4), e-mails with S. Zide, J. Trachtman, A. Dove re: confirmation order changes (.9)	5.60	3,136.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/10/13	ZIEGLER, MATTHEW C	Perform further legal research re: consolidation (2.9); edit confirmation objection reply brief re: same (2.5); review updated memo re: insurance neutrality (0.4) and revise reply brief sections responding to GM Insurers' objections (0.9); review external memo re: unfair discrimination (0.3), review case law cited therein (0.3), and revise reply to objections re: same (0.8).	8.10	4,536.00
11/10/13	GRIBBON, SARA B	E-mails with D. Eggermann and A. Kaup re confirmation brief (.4); revisions to same re: cite-checking issues (2.5); cite check (3.4) reply to objections; e-mails with D. Mayo, S. Schmidt, T. Peretz re same (1.6); e-mails with T. Peretz re Impac objection (.2) and research re same (1.7); review cases (1) and confer with M. Ziegler re same (.2)	11.00	4,675.00
11/10/13	KOCH, SAM	Perform research in preparation for Lyons phase 2 deposition.	0.30	127.50
11/10/13	KOCH, SAM	Outline law in preparation for Lyons phase 2 depo.	4.50	1,912.50
11/10/13	KOCH, SAM	Research law in preparation for Lyons phase 2 deposition.	0.40	170.00
11/10/13	KOCH, SAM	Further research in preparation for Lyons phase 2 deposition (2); Draft memo re research in preparation for Lyons phase 2 depo (0.9)	2.90	1,232.50
11/10/13	KOCH, SAM	Edit memos in preparation for phase 2 Lyons deposition	1.00	425.00
11/10/13	KOCH, SAM	Meet w/ K. Denk and N .Simon in preparation for Lyons phase 2 deposition	2.90	1,232.50
11/10/13	KOCH, SAM	Discussion w/ K. Denk re relevant law in preparation for Lyons phase 2 deposition.	0.20	85.00
11/10/13	KOCH, SAM	Review reports in preparation for Lyons phase 2 depo (0.5); prepare memo re: reports in preparation for Lyons phase 2 depo (0.3)	0.80	340.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/10/13	DENK, KURT M	Emails with K. Eckstein, P. Bentley, B. O'Neill, N. Simon, J. Trachtman, D. Blabey, D. Eggermann, N. Hamerman re: confirmation briefings (.7). Correspondence with N. Simon (.5), S. Koch (.7), and S. Cipolla (.6) re preparation for Lyons deposition. Revise deposition outline analysis and materials (4), and held conference with N. Simon, N. Hamerman, S. Koch, & S. Cipolla to finalize same (2.9), continuing revising deposition outline analysis (3.0).	12.40	6,138.00
11/10/13	KAUP, ANASTASIA N	Perform research re: claims asserted, law cited in objections to plan (2.6); mark up brief in response to plan objections (4.1); emails w/ D. Eggermann, M. Guccion, S. Gribbon, S. Schmidt, T. Peretz, D. Mayo re: same (.6).	7.30	3,613.50
11/10/13	ALLARD, NATHANIEL	Update chart re: plan responses (1.4), correspond w/ S. Zide, D. Eggermann, R. Ringer re: same (.4); correspond w/ D. Mannal, J. Shifer, Syncora re: stipulation (.4), revise stipulation (.7), correspond w/ J. Shifer re: same (.2); further update chart for plan responses (1.2), correspond w/ D. Eggermann, R. Ringer re: same (.3), draft email to consenting claimants re: same (.2); correspond with D. Mannal, J. Shifer re: voting results (.3), update chart re: same (.7).	5.80	2,465.00
11/10/13	SIMON, NORMAN	Meet with K. Denk, S. Koch re: Lyons deposition preparation (2.9); further correspond with K. Denk re: same (2.5).	5.40	4,455.00
11/10/13	O'NEILL, P. BRADLEY	Review (2.4) and comment (1.5) on declarations in support of confirmation; revise contentions for same (1); emails with JSNs re: S. Kirpalani deposition (.3); Call K. Eckstein re: same (.2); review reply brief re: plan objections (1.3); CF S. Zide re: intercreditor agreement (.4).	7.10	5,857.50
11/10/13	BENTLEY, PHILIP	Prepare Dermont declaration (3.8), review relevant docs cited therein to prepare for Dermont deposition (0.8), review e-mails re same (0.9), and conf Moelis and K. Eckstein (2.5) and discs. with B. O'Neill (0.2) re same; review draft Dubel declaration (0.8); review revised Lyons preclusion motion (0.8); e-mails with A. Dove re confirmation issues (0.5).	10.30	9,218.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/10/13	SCHMIDT, SHAI	Cite- (3.2) and fact-check (3.3) confirmation brief; discussions re same w/ D. Eggermann, A. Kaup and S. Gribbon (.5).	7.00	3,920.00
11/10/13	MAYO, DAVID	Cite check section II of omnibus reply (2.6).	2.60	1,105.00
11/10/13	ECKSTEIN, KENNETH H.	Review draft Dubel declaration (.6), confirmation brief (.4), and confirmation order (.6); call with B. O'Neill re: Dermont declaration (.2).	1.80	1,782.00
11/10/13	EGGERMANN, DANIEL M	Review response to plan objections (2.7); revise response to JSNs objection and incorporate comments from KL team to omnibus response to objections (3.5); emails with B. O'Neill re confirmation hearing (.7); review Lipps declaration (.8); review draft confirmation brief (2.2), revise RMBS and other Global Settlement sections of confirmation brief (3.2), review MBIA and private securities briefs (.6); review draft Ally declarations (1.0); call with S. Zide, A. Dove, R. Ringer and J. Trachtman re: MoFo comments to reply (.5).	15.20	11,780.00
11/10/13	KAUFMAN, PHILIP	Continued prep for Bingham depositions by revising deposition outline (3.8), review relevant produced documents to prepare for Bingham deposition (2.0); numerous emails with B. O'Neill, D. Blabey, K. Eckstein and Debtors' counsel re: confirmation brief, discovery issues, pre-trial order contentions, and discovery issues (2.3).	8.10	7,614.00
11/10/13	ZIDE, STEPHEN	Revise full confirmation order (1); discussions with R. Ringer re same (.7). Review resolution of Ocwen plan objection (.3); emails with Mofo and Ocwen re same (.2); draft rider re reply brief on same (.3). Revise reply to plan objections (2.5); email detailed comments to same to D. Eggermann, K. Eckstein, B. O'Neill and D. Blabey (.8). Review Dermont declaration and emails with K. Eckstein and P. Bentley re same (.5). call with J. Trachtman, D. Eggermann, A. Dove and R. Ringer re Mofo comments to reply (.5).	6.80	5,066.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/10/13	TRACHTMAN, JEFFREY S.	Draft (3.8) and edit (3.7) confirmation briefs re: RMBS and global settlement sections, incorporate MoFo edits to confirmation brief and releases section (2.4); correspond with D. Blabey, S. Zide, A. Dove, R. Ringer, D. Eggermann re: same (2.8); call with D. Eggermann, A. Dove S. Zide and R. Ringer re: MoFo comments to reply (.5).	13.20	12,210.00
11/10/13	SHIFER, JOSEPH A	Emails with R. Ringer and D. Eggermann re plan reply (.3), revise voting certification (3.0), emails with R. Ringer and D. Harris re same (.6), further revise voting certification (1.3).	5.20	3,614.00
11/10/13	HAMERMAN, NATAN	Revise Lyons motion in limine (4.0); review same (2.0), review Lyons depo outline (1.0); correspond with N. Simon and K. Denk re same (1.0); review rider for PTO (1.0).	9.00	6,975.00
11/10/13	DOVE, ANDREW	Coordinate meeting w/ Moelis team re testimony of J. Dermont (.5). Review revised Dermont declaration (.5). Confer w/ P. Bentley re Dermont declaration (.3). Correspond w/ MoFo re Hamzehpour testimony (.4) and review proofs of claim from D&Os per same (1.1). Draft section on Wells Fargo objection for reply chart (2.3). Draft section of Deutsche Bank objection for same (.6). Revise (3.0) and comment (1.2) on exculpation section of confirmation brief. Revise releases section of confirmation brief based on comments from MoFo (1.3). Confer w/ J. Trachtman, S. Zide, D. Eggermann and R. Ringer re same (.5).	11.70	7,663.50
11/10/13	SHARRET, JENNIFER	Multiple correspondence with S. Zide and R. Ringer re: revisions to DOJ section of the Plan (.4); review confirmation brief (.5); email comments to R. Ringer re: same (.4); draft rider for reply brief re: DOJ issues (1.7)	3.00	2,085.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/10/13	RINGER, RACHAEL L	Revise Plan and confirmation order (.7), e-mails with S. Zide and J. Sharret re: same (.3), draft portions of the confirmation brief re: 1129 factors (.8), further revise confirmation order and Plan (.5), e-mails with S. Zide and A. Dove re: same (.2), review plan objections chart, e-mails with N. Allard re: same (.2), revise confirmation brief (.4), review RMBS trustee comments to same (.3), further revise securities portion of brief (2.6), draft e-mail to Committee members re: Dermont testimony (.2), numerous additional revisions to confirmation order re: settled objections and comments from KL team (1.8), correspond with J. Sharret, D. Eggermann, and S. Zide re: same (.2), call with D. Eggermann, J. Trachtman, S. Zide, A. Dove re: confirmation brief and reply (.5), review/revise plan objections chart, e-mails with D. Eggermann, N. Allard and A. Dove re: same (.4), further revise confirmation brief and reply to plan objections (.2), e-mails with D. Eggermann, N. Allard and D. Harris re: plan objections chart (.4), e-mails with A. Dove and D. Eggermann re: Ally findings (.2); speak with S. Zide re: revisions to confirmation order (.7).	10.60	5,936.00
11/10/13	MANNAL, DOUGLAS	Revise Thompson declaration to include DOJ/FRB consent (3.0) and revised borrower information (2.1); TCF w/ MoFo re: changes (.6); email/TCF with MoFo on plan voting issues (.3); review voting chart (.2); review revised DOJ language for plan (.2); review objection chart (.2); email w/ A. Dove re: DB objection (.2); email with R. Schrock re: Wachovia objection (.2); research same (.3); email w/ B. O'Neill re: Kirpalani declaration (.1), call with N. Rosenbaum and E. Frejka re: Thompson direct testimony (.6); Discussion with J. Brodsky re: non-REMIC residuals (.4).	8.40	6,930.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/10/13	FREJKA, ELISE S	Draft insert for confirmation brief re: insurance issues (1.2); revise Thompson direct testimony (2.5); review open issues regarding borrower objections to confirmation (.2); revise language to resolve GM Insurers objection (.7); emails with D. Eggermann regarding same (.2); emails with D. Mannal regarding Thompson direct testimony (.1); call with N. Rosenbaum, D. Mannal regarding Thompson direct testimony (.6).	5.50	4,317.50
11/11/13	ZIEGLER, MATTHEW C	Review case law re: insurance proceeds (0.2); research re: classification of claims under plan (2.8); research re: classification of disputed claims under plan (1.3); cite check reply brief (2.2); review further proposed revisions to reply to GM Insurers' objection (0.2), discuss same w/ E. Frejka (0.2), and draft multiple further revisions thereto (0.5); further research re: equities of the case doctrine (0.7); cite check confirmation brief (3.5); revise confirmation brief (2.2).	13.80	7,728.00
11/11/13	MAYO, DAVID	Cite check section II of omnibus reply (4.0); cite check confirmation brief (2.9).	6.90	2,932.50
11/11/13	BESSNER, DEBORAH	Update electronic files re confirmation documents (1).	1.00	295.00
11/11/13	KAUP, ANASTASIA N	Cite check draft of confirmation brief (3.0) and cite check omnibus reply to objections to plan confirmation (2.7); emails w/ D. Eggermann, S. Gribbon, S. Schmidt, M. Guccion, T. Peretz, D. Mayo re: same (.9); meet w/ S. Gribbon re: same (1.2).	7.80	3,861.00
11/11/13	DENK, KURT M	Emails re: Phase II with K. Eckstein, P. Bentley, B. O'Neill, N. Simon, J. Trachtman, D. Blabey, D. Eggermann, N. Hamerman (.5). Prepare for (1), and second-chaired (7) Lyons deposition taken by N. Simon. Correspondence with N. Simon, N. Hamerman, S. Koch (1.5), and prepare summary notes (2) re same Review deposition transcript (2) and draft motion papers re: same (2.7).	16.70	8,266.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/11/13	GRIBBON, SARA B	Edits to reply chart for omnibus reply to objections (3.8); review same (1.0), review edits of S. Schmidt (.6); additional edits to confirmation brief (3.3); consolidate edits re: same (1.2), coordinate same with A. Kaup, D. Mayo, T. Peretz, S. Schmidt, M. Guccion (1.3); research cases cited in confirmation brief (1.5) and confer with M. Ziegler re same (.2); meet with A. Kaup re: omnibus reply to objections(1.2).	14.10	5,992.50
11/11/13	EGGERMANN, DANIEL M	Proofread confirmation brief (3.7), revise and incorporate comments to confirmation brief (4.0), proofread response to plan objections (2.2); revise (3.0) and incorporate (3.8) comments to same; call with D. Flanagan and Walters re GM Insurers (.5); call w/KL and MoFo confirmation team re: finalizing briefs (1.5) speak with S. Zide re plan objections reply (.8)	19.50	15,112.50
11/11/13	ALLARD, NATHANIEL	Review JSN objections to exhibit list (1.5), review confirmation declarations for additional exhibits (1.3), meet w/ B. O'Neill, R. Ringer re: same (.3), correspond w/ R. Ringer re: same (.3); review declarations re: confirmation (1.5); prepare for upcoming depositions, send email to Plan Participants re: same (.5); update chart re: response to plan objections (1.0), review MoFo comments re: same (.4), correspond re: same w/ D. Eggermann, M. Ziegler (.3); prepare chart re: voting results (.8), correspond w/ J. Shifer, E. Frejka re: same (.3).	8.20	3,485.00
11/11/13	DIENSTAG, ABBE L.	Call with J. Brodsky, J. Horner, WTC personnel re: possible retention of WTC to perform services for the Liquidating Trust (0.6); follow-up with J. Brodsky re: Board fiduciary duties (0.2); complete memo re: fiduciary duties (1.3); email same to J. Dubel, M. Sonkin (0.1); t/c J. Brodsky, J. Horner re: liquidating trust budget (0.1); correspond S. Zide, D. Mannal re: same (0.3); numerous emails with J. Brodsky, D. Mannal re: same (0.6).	3.20	2,800.00
11/11/13	PERETZ, TUVIA	Research re standards for expert testimony (4.0), review same (2.4).	6.40	2,720.00
11/11/13	PERETZ, TUVIA	Cite-check confirmation brief	4.20	1,785.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/11/13	PERETZ, TUVIA	Research regarding Impac's objection to Plan	2.60	1,105.00
11/11/13	KOCH, SAM	Edit brief in support of motion in limine to exclude expert testimony of Lyons	1.60	680.00
11/11/13	KOCH, SAM	Meet w/ N. Hamerman re edit motion in limine.	0.30	127.50
11/11/13	KOCH, SAM	Correspond w/ N. Hamerman re cite check of brief in support of Lyons motion in limine.	0.10	42.50
11/11/13	KAUFMAN, PHILIP	Review relevant produced documents in confirmation proceedings in preparation of expert depositions (1.0) and future cross-examination (1.3), continue preparing for Bingham deposition (2.0); review latest drafts of confirmation brief (.8), pre-trial order contentions (.4), response to plan objections (.7), witness declarations (.8); emails with B. O'Neill, K. Eckstein, D. Blabey, J. Trachtman, D. Eggermann and S. Zide re: confirmation issues (1.0).	8.00	7,520.00
11/11/13	SCHMIDT, SHAI	Cite check Confirmation Brief (4); fact check Confirmation Brief (3); multiple emails re same w/ S. Gribbon and A. Kaup (3).	10.00	5,600.00
11/11/13	ZIDE, STEPHEN	Calls with Kirkland and J. Sharret re plan documents and comments to provisions of same (1.3). Revise reply to plan objections re: JSN objections to confirmation (3.5); speak with D. Eggermann re same (.8). Call with T. Goren re UMB letter (.3); speak with D. Mannal and K. Eckstein re UMB fee issue (.5). Revise Kruger declaration (2). Call with Mofo re preparation for confirmation issues and discussion on briefing (1.5). Review comments to plan and order from parties in interest (1); calls and discussions with R. Ringer re same (.8).	11.70	8,716.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/11/13	SIMON, NORMAN	Prepare (2) and attend/ take (7) deposition of Lyons; Meeting with K. Eckstein, D. Mannal, P. Bentley re: confirmation issues (.8); meetings with N. Hamerman, K. Denk, A. Goodman re: in limine motion (1.0), Correspondence with N. Hamerman, K. Denk re: same (.5); Review Lyons deposition transcript (.4); Correspondence with D. Donovan, J. Braun, B. O'Neill re: confirmation issues (.5); Comment on J. Young declaration (1.0).	13.20	10,890.00
11/11/13	TRACHTMAN, JEFFREY S.	Edit confirmation briefs re: 1129, global settlement and releases (4.0); correspondence with K. Eckstein, D. Blabey, B. O'Neill, D. Eggermann, R. Ringer, A. Dove re: briefs (3.7); continue revising confirmation briefs (4.0), review same (2.2).	13.90	12,857.50
11/11/13	GUCCION, MARY K	Review revised confirmation brief.	0.80	448.00
11/11/13	BENTLEY, PHILIP	Revise Dermont declaration (2.2), and correspond re same w/J. Dermont (0.3), C. Siegel (0.5), and C. Kerr, K. Eckstein, B. O'Neill and D. Mannal (1.3); edit securities settlement section of confirmation brief (1.1), and discussion with R. Ringer re same (0.2); comment on revised Dubel declaration (0.4); edit Reply Brief (1.5); Attend KL/MoFo conf call re: same (1.5) and attend portion of meeting with N. Simon, K. Eckstein, D. Mannal re confirmation brief, reply and contentions (.4)	9.40	8,413.00
11/11/13	ECKSTEIN, KENNETH H.	Review (2.1) and revise (3.1) Dubel declaration in support of confirmation, review (3.0) and revise (2.0) Phase II contentions.	10.20	10,098.00
11/11/13	O'NEILL, P. BRADLEY	Review Lipps declaration (.7); review Dubel declaration (.8); review Trustee declarations (1); review contentions for Phase II pretrial brief (1.5); TCF with Debtors re: contentions (1); review Thompson, Friedman declaration (.9); revise Kirpalani declaration (.4); review exhibit issues (.6); Correspond with N. Allard re: same (.3); Meet with D. Mannal re: Carpenter and Kirpalani deposition (.9); review Kruger testimony (1.1); revise contentions (1.9); review Bastable deposition transcript (.4).	11.50	9,487.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/11/13	BESSNER, DEBORAH	Emails with Cadwalader re: upcoming depositions.	0.50	147.50
11/11/13	SHARRET, JENNIFER	Emails with A. Barrage re: states' objection to plan (.2); revise DOJ carve-out language (.9); revise insert for reply brief (1.3); Calls with Kirkland and S. Zide re plan documents and comments to revisions of same (1.3); conference with D. Mannal re: DOJ release carve-out (.6).	4.30	2,988.50
11/11/13	HAMERMAN, NATAN	Attend portion of Lyons deposition (5.5); review (3.0) and revise (1.7) Lyons motion in limine; confer with N. Simon, K. Denk and A. Goodman re same (1.0); meet with S. Koch re: cite checking of motion in limine (.3).	11.50	8,912.50
11/11/13	BLABEY, DAVID E	Review (2.0) and edit (2.7) confirmation brief; review chart of plan objections (.2) and email to N. Allard re same (.1); edit confirmation reply brief (1); discuss reply and confirmation brief with D. Eggermann (.5).	6.50	4,842.50
11/11/13	DOVE, ANDREW	Provide citation for confirmation brief and objection reply (3.5). Review (1.7) and comment (1.8) on revised confirmation brief and revise objection reply (3.0). Revise Dubel declaration based on internal comments (3.5). Confer w/ N. Moss of MoFo re FHFA issues (.5). Confer w/ M. Meltzer of K&E re same (.5). Revise stipulation with Ally re FHFA (1.5). Review Wells Fargo objection (.5) and review plan documents per same (1.5).	18.00	11,790.00
11/11/13	FREJKA, ELISE S	Revise Thompson direct testimony (.4); revise Friedman direct testimony (.3); review pending status of plan objections (.3); negotiate resolution of GM Insurers objection (.5); call with D. Eggermann regarding same (.2); update objection chart with current status (.5); discussion with J. Shifer, L. Marinuzzi regarding zero balance HELOCs (.3); revise Kruger direct testimony (.4).	3.10	2,433.50
11/11/13	CHASS, MARK	Review draft of confirmation brief re: JSN claims and voting issues.	1.30	1,007.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/11/13	SHIFER, JOSEPH A	Emails with D. Harris re voting certification (.7), revisions to same (2.1), review rejecting creditor analysis (.8), correspond with D. Mannal and N. Allard re same (.4), emails with D. Harris re same (.3), confs with D. Harris, N. Ornstein, J. Bernbrock re WFBNA (.8), draft stipulation re same (1.2), emails with D. Harris, N. Ornstein, J. Bernbrock re same (.6), revise reply objection chart re same (.8), draft reply to WFBNA objection to Plan (3.3), confs with A. Dove re same (.4), review assumption schedule (1.2), continue drafting of reply to WFBNA objection to Plan (2.2); numerous confs with M. Rothchild re same (.4), follow up emails with M. Rothchild and A. Barrage re same (.5), emails with S. Tandberg and C. Archer re same (.4).	16.10	11,189.50
11/11/13	RINGER, RACHAEL L	E-mails with S. Zide re: RMBS trustee findings (.2), revise confirmation brief (.6) and reply to plan objections (.5), further revise confirmation brief (1.2), confirmation order (.8), plan (1.0), and Dubel declaration (1.0), call with Cleary and D. Eggermann re: reply comments (.3), further revise securities section of brief (.3), further revise confirmation order (.8), attend call with MoFo re: confirmation brief/reply (1.0), substantial revisions to confirmation brief re: comments from Committee members, Debtors, KL, counsel(3.8) and confirmation order re: same and re: resolution of plan objections (4.0); continue revising same (1.6).	17.10	9,576.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/11/13	MANNAL, DOUGLAS	Conference with J. Sharret re: DOJ release carve-out (.6); review proposed language re: same (.2); office conference with B. O'Neill re: Kirpalani depo and declaration (.9) and prepare for same (.3); comment on Hamzehpour declaration (.9); comment on full confirmation brief (3.6); TCF/email with A. Dove and R. Ringer re: same (.5); review (.5) and comment (1.3) on revised confirmation brief; attend conference call with MoFo to discuss confirmation brief and response (1.5); comment on response to confirmation objections (2.1); meet with N. Simon, K. Eckstein and P. Bentley re: confirmation issues, reply and contentions (.8).	13.20	10,890.00
11/11/13	ALLARD, NATHANIEL	Revise portions of Thompson declaration (1.2), correspond w/ B. O'Neill, D. Mannal re: same (.3); draft portion of contentions (.6), correspond w/ D. Blabey re: same (.2); prepare for meeting w/ MoFo re: confirmation documents (.6); correspond w/ S. Zide re: confirmation timeline (.2); Review Curtis Mallet comments to response chart (.8), incorporate same (1.2), correspond re: A. Dove re: same (.2); further update response chart (1.3).	6.60	2,805.00
11/11/13	ECKSTEIN, KENNETH H.	Call w/ MoFo, P. Bentley re confirmation issues (1.5); call w/ J. Dubel, R. Wynne re Declaration (1); attend meeting with N. Simon, D. Mannal, P. Bentley re: confirmation brief, reply and contentions (.8); emails with P. Kaufman re: confirmation issues (.5), further review confirmation brief (1.5).	5.30	5,247.00
11/12/13	KOCH, SAM	Cite-check brief in support of motion in limine to exclude Lyons as expert	4.20	1,785.00
11/12/13	ZIEGLER, MATTHEW C	Draft revisions to objection reply brief (2.3); proofread entire confirmation brief (3.0); review case law cited in portions of confirmation brief (3.0); proofread full objection reply brief (3.6)	11.90	6,664.00
11/12/13	PERETZ, TUVIA	Review (1.1) and cite-check (1.0) confirmation brief.	2.10	892.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/12/13	KOCH, SAM	Cite checked updated version of brief in support of motion in limine to exclude expert testimony of Lyons.	2.90	1,232.50
11/12/13	DENK, KURT M	Emails with K. Eckstein, P. Bentley, B. O'Neill, N. Simon, J. Trachtman, D. Blabey, D. Eggermann, R. Ringer, N. Hamerman re Phase II workflows (.5). Meetings with N. Simon, N. Hamerman, S. Koch, S. Cipolla (1.2) re draft Phase II motion papers relating to Lyons deposition. Review (2) and draft revisions for same (3.1).	6.80	3,366.00
11/12/13	KAUP, ANASTASIA N	Review (3.2) and markup (3.7) numerous drafts of plan confirmation brief and reply to objections to plan confirmation re: legal and factual citations; perform legal research re: insurance issues for same (1.2); Correspond w/ D. Eggermann, R. Ringer, M. Ziegler, S. Gribbon, S. Schmidt, D. Mayo, T. Peretz re: same (1.3); further revise reply to plan objections (4.0).	13.40	6,633.00
11/12/13	KOCH, SAM	Fact check brief in support of motion in limine to exclude Lyons expert testimony (1.1); Fact check updated draft in support of motion in limine to exclude Lyons expert testimony (0.7)	1.80	765.00
11/12/13	GRIBBON, SARA B	Revise reply to plan objection (3.5); coordinate same with A. Kaup, D. Mayo, T. Peretz, S. Schmidt (1.2); review drafts of declarations (2.5).	7.20	3,060.00
11/12/13	PERETZ, TUVIA	Cite-check confirmation brief.	3.60	1,530.00
11/12/13	PERETZ, TUVIA	Review and cite-check confirmation brief	0.50	212.50
11/12/13	MAYO, DAVID	Cite check confirmation brief (3.5); cite check reply (3.9); check page numbers for confirmation brief TOA (1).	8.40	3,570.00
11/12/13	CIPOLLA, SANTO A.	Cite check Motion in Limine (4.0); assist counsel with finalizing motion for filing and service (3.0).	7.00	2,135.00
11/12/13	SCHMIDT, SHAI	Cite check confirmation brief (2.7); fact check confirmation brief (1.0), review same (1.3); multiple emails w/ S. Gribbon, D. Eggermann re same (1).	6.00	3,360.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/12/13	ARCHER, CAROL	Review Liquidating Trust Agreement (.5), related correspondence w/A. Dienstag, J. Bessonette, R. Ringer (.5). Review Assumed Contracts schedule (1.9), related emails w/J. Shifer, M. Rothchild (.4). Conf call w/ Continental, J. Horner, J. Brodsky, A. Dienstag re: transfer agent services, DTC coordination (.4), related emails w/J. Horner re: Effective Date coordination (.3), draft form letter re: wire instructions (.7).	4.70	3,407.50
11/12/13	ALLARD, NATHANIEL	Update chart re: status of plan objections to be included in filing (4.0), correspond w/ J. Sharret, A. Dove, D. Mannal, R. Ringer re: same (1.0); review plan and confirmation brief prior to filing (1.2); research confirmation hearing precedent (.3), correspond w/ B. O'Neill re: same (.1); analyze voting results (.6), correspond J. Shifer, A. Dove re: same (.3). Further review (2.2) and revise (1.7) chart to include in reply brief; review declarations for filing (.3).	11.70	4,972.50
11/12/13	DIENSTAG, ABBE L.	Call C. Archer re: LTA revisions (0.1); emails with J. Dubel re: revisions to Liquidating Trust Agreement (0.1); participate with C. Archer in conference call with Continental Transfer (0.4); correspond with D. Mannal re: LTA (0.2); emails with T. Goren re: same (0.2); call with M. Howard, D. Bent re: same (0.2); call with J. Brodsky re: same (0.2); email with J. Brodsky re: same (0.3); email C. Archer re:same (0.3); correspond with C. Archer re: proposed change to LTA (0.1); emails with C. Archer re: relevance to submission of amended LTA for filing (0.2).	2.30	2,012.50
11/12/13	DIENSTAG, ABBE L.	Comment on cooperation agreement.	0.60	525.00
11/12/13	TRACHTMAN, JEFFREY S.	Edit (3.5) and finalize (3.5) full version of confirmation briefs, correspondence with K. Eckstein, D. Blabey, A. Dove, R. Ringer, S. Zide re: same (3.6); confer w/ A. Dove re same (.5)	11.10	10,267.50
11/12/13	KOCH, SAM	Meeting w/ K Denk to input edits to brief in support of motion in limine to exclude Lyons as expert	0.80	340.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/12/13	BENTLEY, PHILIP	Revise Lyons MIL (3.3); multiple e-mails with N. Simon and N. Hamerman re confirmation filings (1.2)	4.50	4,027.50
11/12/13	ECKSTEIN, KENNETH H.	Call with N. Simon re: strategy for Phase II opening arguments (.8); Call with B. O'Neill re: witness order (.4); revise Dubel declaration (2), review (3.5) and revise (3.0) full draft of confirmation brief, review Lyons motion in limine (.7), review (3.2) and revise (2.4) full draft of reply to plan objections.	16.00	15,840.00
11/12/13	SIMON, NORMAN	Review (1) and edits (3.4) to in limine motion for Lyons and meetings with N. Hamerman, K. Denk re: same (1.2)	5.60	4,620.00
11/12/13	SIMON, NORMAN	Preparation for Glassner deposition (1.0); call with K. Eckstein re: opening strategy (.8); corresp. with N. Hamerman, K. Denk re: same (.3); correspond with B. O'Neill, D. Mannal, MoFo re: confirmation issues (.5)	2.60	2,145.00
11/12/13	EGGERMANN, DANIEL M	Make final revisions and incorporate comments to plan confirmation brief (5.2), make final revisions (3.0) and incorporate response to plan objections (4.8), emails with R. Ringer, S. Zide and M. Ziegler re: same (3.0).	16.00	12,400.00
11/12/13	KAUFMAN, PHILIP	Continue preparation of outliners for experts' depositions (2.0), review same (.4); review transcripts of depositions in preparation for cross exams (2.8); review latest drafts of confirmation brief (1.2), review PTO contentions (1.3) and omnibus response to plan objections (.9); correspond with B. O'Neill, K. Eckstein, D. Eggermann, S. Zide and Debtors' counsel re: pretrial briefs/contentions, discovery issues, strategic issues (2.5).	11.10	10,434.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/12/13	O'NEILL, P. BRADLEY	Edit Lyons motion in limine (1.5); revise Phase II contentions (2.2); review declarations in support of confirmation (2.5); revise PTO (.6); review JSN contentions (1.5); review Carpenter declaration (.3); review Carpenter deposition (1.2); review reply brief (.5); review Gutzeit motion in limine (.4); Correspond with C. Siegel re: same (.2); Call with S. Zide, MoFo re: PTO (.3); review exclusion issues (.7); Call with K. Eckstein re: witness order (.4); draft witness order (.2); emails with K. Eckstein re: contentions, MIL (.4); Correspond with S. Zide re: PTO (.2); TCF with Milbank re: same (.4).	13.50	11,137.50
11/12/13	HERZOG, BARRY	Review plan amendments (0.8); related analysis and emails w/ R. Ringer (0.3); further review plan revisions (.7).	1.80	1,611.00
11/12/13	BESSNER, DEBORAH	Prepare declarations in support of confirmation for filing (3.5), and file direct testimonies (1); serve same (.5).	5.00	1,475.00
11/12/13	BESSNER, DEBORAH	Draft letter to Judge Glenn re: page limits for the omnibus reply to objections and confirmation brief (.5); review same (.2).	0.70	206.50
11/12/13	BESSNER, DEBORAH	Review motion in limine re: Lyons testimony (.7); file (.5) and serve (.3) same; correspond with N. Hamerman, A. Chouprouta, and K. Denk re: motion in limine notice (.5).	2.00	590.00
11/12/13	BESSNER, DEBORAH	Emails with M. Ziegler re: omnibus response filing (.5), emails with A. Kaup re: plan objections chart (.3), organize recently filed confirmation pleadings on electronic files (1.5); create index re: 11/12 filings (1.6)	3.90	1,150.50
11/12/13	HAMERMAN, NATAN	Edit Lyons MIL (4.0); revise declaration (1.5); edit Notice of Motion re: motion in limine (.5); correspond with S. Zide re opening (.5).	6.50	5,037.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/12/13	DOVE, ANDREW	Final review of full confirmation brief (2.4) and confer w/ R. Ringer re comments to same (.3). Final review of objection reply and chart (1.0). Confer w/ J. Shifer re voting results (.3). Finalize Dubel declaration for filing (1.0). Edit Dubel declaration based on comments from J. Dubel, Jones Day, MoFo, and K. Eckstein (1.0). Draft additions to objection reply re Impac (1.5). Confer w/ J. Beha of MoFo re underwriter co-defendants (.5). Review (1.0) and comment (1.0) on objection chart and confer w/ N. Allard re comment (.2).	10.20	6,681.00
11/12/13	FREJKA, ELISE S	Revise plan regarding borrower related causes of action (.6); revise Plan supplement regarding liquidating trust causes of action (.9); revise Friedman declaration in support of confirmation (.7); comment on Thompson declaration (.2); review borrower objections to confirmation (.1); update status re: same with J. Krell (.2); negotiate insurance provisions with S. Gummow regarding GM Insurers objection (.5); update joint reply to plan objections (.6).	3.80	2,983.00
11/12/13	SHARRET, JENNIFER	Calls with DOJ re: plan language (1.5); Revisions to DOJ language (.7); revisions to other sections of the Plan (1.8); review reply brief and chart (.5); revisions to chart(.3); calls with K. Cordry re: plan issues (.2); emails with A. Barrage re: status of same (.1); review revisions to plan and confirmation order (2); multiple correspondence with S. Zide and R. Ringer re: final changes to same (1.2); call with D. Mannal re: DOJ language (.2)	8.50	5,907.50
11/12/13	SHIFER, JOSEPH A	Calls with D. Harris and J. Morrow re voting data (2.2), review voting data re same (1.7), revision to voting certification (1.1), emails with D. Harris re same (.8), review assumption schedule (1.8), calls with A. Barrage and M. Rothchild re same (.5), numerous emails with same re same (.8),	8.90	6,185.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/12/13	RINGER, RACHAEL L	Substantial revisions to confirmation order (.5), confirmation brief (1.5), and Plan (1.3) all re: comments from MoFo and KL confirmation teams, e-mails with RMBS Trustees re: comments to plan/confirmation order (.5), e-mails with Consenting Claimants re: revisions to confirmation brief (.3), further revise confirmation brief (.5), continue revising confirmation order (1.5), and confirmation brief (1.5)	7.50	4,200.00
11/12/13	MANNAL, DOUGLAS	Review proposed DOJ language to POR (.3); TCF w/ J. Sharret re: same (.2); TCF/email w/ UST re: objection to plan (.3); TCF w/ MoFo re: FHA loans and need for a DE trustee (.4); TCF/email with J. Brodsky and A. Dienstag re: same (.5), email w/ S. Zide re: confirmation response (.3); review draft confirmation order (1.7); comment on same (.5); review Plan changes (2.7); Call w/ MoFo and Kirkland re: same (.4); revise POR (.7); email w/ Kirkland on FHFA stip (.8); revise FHFA stip (1.6); provide final comments to confirmation brief (2.5).	12.90	10,642.50
11/12/13	ZIDE, STEPHEN	Review revision to plan re CapRe (.2). Revise reply to plan objections (1.7); speak with R. Ringer and D. Eggermann re same (1); calls with Mofo re same (.8). Call with J. Sharret and Kirkland re plan releases and DOJ issues (.5). Emails with Mofo re assumption schedule (.4); call with B. O'Neill and MoFo re: pre-trial order (.3).	4.90	3,650.50
11/12/13	ZIEGLER, MATTHEW C	Review case law cited in portions of objection reply brief (2.9); continue proofreading confirmation brief (1), meet with B. Wolf re: confirmation brief (.2), meet with B. Wolf re: confirmation brief table of authorities (.3).	4.40	2,464.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/12/13	DOVE, ANDREW	Revise section of confirmation brief on consent of third party release (2.5) and confer w/ J. Trachtman re same (.5). Review revised Kirpalani declaration (.5). Correspond w/ counsel to Trustees (Morgan Lewis, Dechert, Sewkis, and Allen & Overy) re comments to confirmation brief (.5). Comment on pre-trial order section (1.5) and confer w/ D. Blabey re same (.5). Revise section of objection reply on Wachovia objection drafted by J. Shifer (2.8) and correspond w/ J. Shifer (.5) and J. Bernbrock of K&E re same (.5).	9.80	6,419.00
11/12/13	SHIFER, JOSEPH A	Correspond with A. Dove and D. Mannal re rejection creditor analysis (.7), review claims re same (.6), revise plan objection reply (.7), emails with D. Eggermann, D. Harris, and N. Ornstein re same (.8), numerous emails with D. Harris, N. Ornstein, and J. Bernbrock re same (.5), calls with D. Harris and J. Bernbrock re WFBNA stipulation (.8), revise stipulation re same (1.5), emails with J. Donnell re same (.3)	5.90	4,100.50
11/12/13	RINGER, RACHAEL L	Finalize plan (2.3), confirmation order (1.0), reply (1.1), and confirmation brief (1.2) for filing; speak with S. Zide and D. Eggermann re: plan objections (1).	6.70	3,752.00
11/13/13	SHIFER, JOSEPH A	Review confirmation PTO (.6), review Carpenter deposition transcript (.5), review WFBNA stipulation (.3), confer with J. Bernbrock re same (.2), call with MoFo and N. Allard re: Syncora stipulation (.2).	1.80	1,251.00
11/13/13	ALLARD, NATHANIEL	Correspond w/ J. Shifer re: Syncora stipulation (.7), revise same (1.2), call w/ J. Shifer, MoFo re: same (.2), correspond re: same w/ J. Shifer (.2); review voting results (.8), correspond w/ J. Shifer, R. Ringer re: same (.4); correspond w/ J. Sharret re: DOJ plan issues (.2); draft and circulate discovery protocol email re: upcoming deposition (.3).	4.00	1,700.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/13/13	ARCHER, CAROL	Call w/J. Horner, P. Grande, A. Dienstag re: Effective date payments (.2), review letter, memo re: same (.6), review of Cash Flow Checklist (.5). Attend telephonic Plan Execution Meeting with J. Bessonette (1), prepare for same, including correspond w/J. Bessonette, A. Dienstag (1.3) and review related materials (1.6).	5.20	3,770.00
11/13/13	DENK, KURT M	Emails with K. Eckstein, P. Bentley, B. O'Neill, N. Simon, J. Trachtman, D. Blabey, D. Eggermann, R. Ringer, N. Hamerman re: preparation for confirmation (.5). Calls with N. Simon & N. Hamerman re opening for Phase II trial (.8). Perform document review of recently produced documents re: relevance to JSN Phase II issues (3.5) and review past document review production in preparation for confirmation issues (3.1), draft summaries re: Phase II opening statements (4). Draft memo notes re: same (1.5).	13.40	6,633.00
11/13/13	BESSONETTE, JOHN	Prepare for (1.5) and attend plan execution meeting with C. Archer (1); follow up correspondence with A. Dienstag re FHA/GMACM (1); call with A. Dienstag and C. archer re: same (.3)	3.80	3,135.00
11/13/13	BENTLEY, PHILIP	Attend portion of meeting at MoFo with K. Eckstein, P. Kaufman, D. Mannal, D. Blabey, S. Zide, B. O'Neill re: trial preparation (1.8), and confs with K. Eckstein, J. Trachtman, D. Blabey and A. Dove re: same (1), and t/c C. Siegel re same (.3); continue preparing for same (1.8); call with D. Blabey re: stipulation (.5).	5.40	4,833.00
11/13/13	SIMON, NORMAN	Meeting with J. Brown re: Glassner deposition (.5); Attendance at Glassner deposition (2.5); correspondence with K. Denk, K. Eckstein, B O'Neill re same (.5); correspondence with N. Hamerman, K. Denk re: opening strategy (.5).	4.00	3,300.00
11/13/13	SIMON, NORMAN	Analyze JSN contentions in PTO (3); correspond with K. Eckstein, K. Denk, N. Hamerman re: Phase II opening statement (.5)	3.50	2,887.50
11/13/13	EGGERMANN, DANIEL M	Revise reply to objection to NCUAB settlement.	0.50	387.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/13/13	KAUFMAN, PHILIP	Prep for experts' depositions (2.0); meeting with Debtors' counsel re: trial strategy (2.5), prepare for same (.3); review witnesses' trial declarations (2.6); numerous correspondence with B. O'Neill, S. Zide, D. Mannal, D. Eggermann, and N. Allard re: expert depositions, trial strategy, remaining pretrial issues (2.7).	10.10	9,494.00
11/13/13	O'NEILL, P. BRADLEY	Prepare for (.2) and meet with MoFo, P. Kaufman, K. Eckstein, P. Bentley, D. Mannal, D. Blabey and S. Zide re: hearing prep (2.5); emails with same re: opening slides (.2); review JSNs testimony (2.9); TC with C. Siegel re: motion in limine (.2); emails with C. Siegel re: witness list (.4); meet with S. Kirpalani re: Kirpalani deposition (1.6); review amendment to PTO (.2); Correspond with K. Eckstein, S. Zide re: allocation, witnesses (.5); Call with D. Donovan re: witnesses (.3).	9.00	7,425.00
11/13/13	DIENSTAG, ABBE L.	Call with C. Archer, J. Horner re: effective day payments (0.2); call with J. Bessonette, C. Archer re: closing action items following bi-weekly call (0.3); correspond with D. Mannal re: status of FHA transfer issues (0.2).	0.70	612.50
11/13/13	TRACHTMAN, JEFFREY S.	Review pretrial filings (2.2); meet with K. Eckstein, D. Blabey, P. Bentley, A. Dove re: prep for opening statements (1.0); correspond D. Blabey, A. Dove, K. Eckstein, B. O'Neill re: opening presentation for confirmation (1.1).	4.30	3,977.50
11/13/13	ECKSTEIN, KENNETH H.	Meet at MoFo re confirmation (2.5); meeting w/ L. Kruger and J. Peck re: same (1.4); meet with S. Kirpalani to prep for dep (2.0); extensive revisions to opening for confirmation hearing (2.3), review confirmation issues (.7), review extensive docs (1.0), prepare for (.5) and meet with (1) P. Bentley, J. Trachtman, A. Dove and D. Blabey re: opening statements.	11.40	11,286.00
11/13/13	GRIBBON, SARA B	Review as-filed motions in limine (.8) and as-filed plan documents (.7)	1.50	637.50
11/13/13	PERETZ, TUVIA	Research re: standards for cross examination of non-adversarial witnesses.	4.40	1,870.00
11/13/13	BESSNER, DEBORAH	Compile binders of 11/12 filings for internal KL team.	2.30	678.50
11/13/13	BESSNER, DEBORAH	Organize electronic files re: 11/12 filings.	0.40	118.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/13/13	HAMERMAN, NATAN	Review opening talking points (1.0); correspondence with K. Denk and N. Simon re same (1.0); call with US Legal re slides (.5).	2.50	1,937.50
11/13/13	BLABEY, DAVID E	Attend portion of meeting at Mofo with P. Kaufman, K. Eckstein, P. Bentley, D. Mannal, S. Zide, B. O'Neill re confirmation opening statements (2); discuss opening statements with P. Bentley (.2); meeting with K. Eckstein, P. Bentley, A. Dove, and J. Trachtman re opening statements (1); email to N. Simon re same (.2) and call with T. Goren and J. Marines re same (.2).	3.60	2,682.00
11/13/13	DOVE, ANDREW	Correspond w/ D. Blabey re opening presentation (.6). Attend portion of meeting with K. Eckstein, D. Blabey, J. Trachtman and P. Bentley re same (.5). Review and comment on MoFo's draft reply to JSNs' objection to NCUAB settlement (1.2). Correspond w/ R. Ringer re voting issue (.2).	2.50	1,637.50
11/13/13	SHARRET, JENNIFER	Review plan language re: DOJ (1); correspondence with DOJ re: same (.7); correspondence with B. Herzog re: changes to confirmation order on tax language (.6); analyze states' open issues (1.6); emails with A. Dienstag, J. Bessonette and C. Archer re: liquidating trust obligations (.5); begin drafting changes to DOJ language (1.4).	5.80	4,031.00
11/13/13	RINGER, RACHAEL L	E-mails with S. Zide and J. Shifer re: confirmation presentations (.3), call with B. Masumoto re: confirmation hearing, follow up e-mails with J. Sharret and D. Mannal re: same (.4), e-mails with J. Sharret re: confirmation order language (.3), prepare and send letter to chambers re: page limit extensions for confirmation brief and reply (.3).	1.30	728.00
11/13/13	MANNAL, DOUGLAS	Prep for (.5) and attend all-hands meeting at MoFo with K. Eckstein, S. Zide, D. Blabey, P. Kaufman, P. Bentley, B. O'Neill re: prep for confirmation hearing (2.5); provide comments to LTA (.3); TCF w/ company, J. Brodsky and KL corporate team re: transition of FHA loans to trust (1.7); comment on draft confirmation order (1.0); office conference with S. Kirpalani re: depo prep (2.5).	8.50	7,012.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/13/13	ZIDE, STEPHEN	Meeting with Mofo, K. Eckstein, D. Mannal, P. Bentley, D. Blabey, B. O'Neill and P. Kaufman re preparation for confirmation hearing (2.5); follow up correspondence with D. Mannal and K. Eckstein re: same (.8). Correspond re: status of depositions with D. Mannal, B. O'Neill, and P. Kaufman (.4)	3.70	2,756.50
11/14/13	ZIEGLER, MATTHEW C	Meet w/ D. Eggermann, D. Mayo re: confirmation appellate issues (0.8); review D. Mayo preliminary research findings re: same (1.0).	1.80	1,008.00
11/14/13	CIPOLLA, SANTO A.	Prepare copies of direct testimony documents for K. Denk review (.8); follow-up correspondence with K. Denk regarding additional items for meeting re: opening statement (1.7).	2.50	762.50
11/14/13	BENTLEY, PHILIP	Confer with K. Eckstein, N. Simon, N. Hamerman, K. Denk, D. Blabey re confirmation hearing opening statement (1.5); review confirmation brief and witness statements (1.1); correspondence with B. O'Neill re: same (0.4), and e-mails with same re confirmation hearing prep (.2).	3.20	2,864.00
11/14/13	SHIFER, JOSEPH A	Review confirmation PTO and reply brief (1.4), correspond with S. Zide re interco issue (.3), confs with A. Goodman re settlement allocation issues (.2), confer with D. Harris re WFBNA stipulation (.2), review revised stipulation re same (.2), confer with S. Zide re Plan distributions (.4), draft analysis of same (.8).	3.50	2,432.50
11/14/13	DENK, KURT M	Emails with K. Eckstein, P. Bentley, B. O'Neill, N. Simon, J. Trachtman, D. Blabey, D. Eggermann, R. Ringer, N. Hamerman re: confirmation issues (1). Correspondence with N. Simon & N. Hamerman re Phase II preparation (2). Prepare for (.5) and attended conference (1.5) with K. Eckstein, P. Bentley, N. Simon, N. Hamerman, D. Blabey, A. Dove re Phase II opening statement preparation. Draft (3.7) and revise (3.0) materials for same.	11.70	5,791.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/14/13	MAYO, DAVID	Meet w/ D. Eggermann and M. Ziegler re: appellate issues (0.8); emails with M. Ziegler re: same (.5), research appellate issues (3.8), continue research re: same (2.0).	7.10	3,017.50
11/14/13	EGGERMANN, DANIEL M	Meet w/ M. Ziegler and D. Mayo re appellate issues in connection w/Plan (.8); correspond w/ C. Siegel re allocation research (.5); review Lyons deposition transcript (3.5).	4.80	3,720.00
11/14/13	SIMON, NORMAN	Correspondence with K. Eckstein, B. O'Neill, L. Alexander re: trial issues (.6); Correspondence with N. Hamerman, K. Denk re: opening for Phase II (2); Meeting with K. Eckstein, N. Hamerman, K. Denk, P. Bentley re: opening (1.5); Correspondence with D. Eggermann re: Lyons deposition (.2).	4.30	3,547.50
11/14/13	ALLARD, NATHANIEL	Correspond w/ J. Shifer re: finalizing Syncora stipulation (.3), review same (.4).	0.70	297.50
11/14/13	KAUFMAN, PHILIP	Conduct of Bingham deposition (2.5); correspondence with K. Eckstein, B. O'Neill, D. Mannal, S. Zide and N. Allard re: deposition testimony, trial strategy, legal and factual analysis (2.2); call with B. O'Neill re: witnesses (.2), call with B. O. Neill re: Bingham transcript(.3); review draft in limine brief, deposition designations and witness presentation (1.6).	6.80	6,392.00
11/14/13	O'NEILL, P. BRADLEY	Call with P. Kaufman re: witnesses (.2); email confirmation team re: same (.4); Call with C. Kerr re: same (.2); Call with D. Donovan, C. Kerr re: hearing prep (.5); email D. Donovan re: Gutzeit deposition (.2); prepare for and defend Kirpalani depo (1.5); review JSN contentions (1.7); review Bingham transcript (1.3); Call with P. Kaufman re: same (.3); review N. Allard email re: same (.2); emails with E. Tobin, A. Lawrence re: Phase II exhibits (.3); review amendments to pre-trial order (.2); meet with K. Eckstein, S. Zide re: trial timing (.3); Correspond with D. Mannal re: settlements (.3); call with MoFo, Kirkland, S. Zide re: plan preparation (.5)	8.10	6,682.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/14/13	DIENSTAG, ABBE L.	Correspond with J. Sharret re: DOJ language (0.2); correspond with J. Sharret, B. Perlstein re: same (0.1); review relevant LTA language and proposed revisions to confirmation order (0.2); emails J. Sharret, S. Zide, R. Ringer re: states' concerns over enforcement against the Liquidating Trust of the DOJ/AG settlement (0.3); correspond with C. Archer e: obtaining CUSIP (0.1).	0.90	787.50
11/14/13	TRACHTMAN, JEFFREY S.	Review draft motion in limine re: Lyons (1.1); correspond re: motion in limine, opening arguments with D. Blabey, K. Eckstein, S. Zide, A. Dove (.8); review PTO and other filings (1.3).	3.20	2,960.00
11/14/13	ZIDE, STEPHEN	Call with B. O'Neill, MoFo and Kirkland re plan preparation (.5); emails with K. Eckstein and B. O'Neill and MoFo re confirmation hearing logistics (.4). Emails with J. Sharret re plan and confirmation order issues (.9). Call with K. Handley re plan and JSN issues (.4); call with S. O'Neal re same (.4). Correspond with Impac counsel, K. Eckstein, J. Dubel, MoFo and J. Brodsky re Impac plan objections and potential resolution (1.9); speak with R. Ringer re: confirmation order and issues (.7); review supp. Impac pleading re same (.2). Review Kirkland plan and order comments (.3). Emails with P. Farber and B. O'Neill re phase 2 exhibits (.2). Speak with C. Siegel re research on JSN contentions (.2). Emails with B. Klein re plan issues (.2). Speak with J. Shifer re estimated payments on units on effective date (.4). Emails with A. Dienstag and J. Sharret re LTA issues (.2). Review Mofo reply to MIL and emails with K. Eckstein and D. Blabey re same (.6).	7.50	5,587.50
11/14/13	ECKSTEIN, KENNETH H.	Attend Kirpalani depo (1.6); revise opening statement and confirmation related items (2); meet with N. Simon, N. Hamerman, K. Denk, P. Bentley re: opening presentation (1.5); meet with D. Mannal re: confirmation hearing (1.0).	6.10	6,039.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/14/13	ARCHER, CAROL	Review matters relating to CUSIP for Units, including conf w/CUSIP representative (.4), emails w/J. Horner re: same (.4), conf w/A. Dienstag re: same (.1). Draft asset transfer presentation (1.0), review of related materials (1.6). Correspondence w/A. Dienstag, J. Bessonette re: liquidating trust matters (.6)	4.10	2,972.50
11/14/13	BESSNER, DEBORAH	Email J. Sharret re: confirmation order and revised plan.	0.30	88.50
11/14/13	SHARRET, JENNIFER	Call with A. Barrage, B. Perlstein, T. Hamzehpour, D. Cunningham re: status of SCRA review (.5); calls (.2) and emails (.3) with B. Perlstein and N. Orenstein re: settlement discussions with states on carve-out (.8), review of same (3.0); call with States, NAAG, B. Perlstein re: states' carve-out (2).	6.80	4,726.00
11/14/13	HAMERMAN, NATAN	Revise talking points for Phase II opening (2); revise slides re: same (3.5); prep re Lyons reply (.3); meet with N. Simon, K. Eckstein, K. Denk, P. Bentley, D. Blabey re: opening statement (1.5); review same (.5).	7.80	6,045.00
11/14/13	BLABEY, DAVID E	Meet with K. Eckstein, P. Bentley, N. Simon, N. Hamerman, K. Denk re opening statement (1.5); draft confirmation hearing opening statement (3.3), revise confirmation opening statement (3.0), and discuss points for same with A. Dove (.2), K. Eckstein (.2) and D. Eggermann (.2).	8.40	6,258.00
11/14/13	BESSNER, DEBORAH	Correspond with A. Sikes re: organization of electronic files re: Phase II.	1.20	354.00
11/14/13	DOVE, ANDREW	Draft opening statement script (4.0). Revise FHFA stipulation (2.3). Review comments from MoFo on same (.3) and confer w/ D. Mannal re: same (.2), continue drafting opening statement (2.5).	9.30	6,091.50
11/14/13	FREJKA, ELISE S	Review AFI comments to plan and disclosure statement (.5); discuss same with D. Mannal, S. Zide (.3); emails with S. Gummow regarding technical changes to insurance neutrality language (.2); review same (.1); incorporate in plan (.1).	1.20	942.00
11/14/13	RINGER, RACHAEL L	Discussion with S. Zide re: plan/confirmation order issues (.7), e-mails with J. Sharret re: plan/confirmation order issues (.2)	0.90	504.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/14/13	MANNAL, DOUGLAS	Conference call with MoFo re: confirmation hearing (.4); TCF w/ MoFo re: SCRA review status (.5); TCF w/ D. Flanagan and C. Kerr re: Kessler settlement (.6); attend S. Kirpalani depo (1.2); prepare for (.4) and meet w/ K. Eckstein re: confirmation hearing (1.0); revise objection chart and voting charts (3.6); review final Syncora stip (.7).	8.40	6,930.00
11/14/13	MANNAL, DOUGLAS	Email to MoFo on DOJ language to POR (.7); TCF w/ J. Brodsky and company re: insurance issues (.4).	1.10	907.50
11/14/13	ZIDE, STEPHEN	Review state tax settlement agreement and speak with R. Ringer re same (.2).	0.20	149.00
11/14/13	ECKSTEIN, KENNETH H.	Review confirmation issues in preparation for opening (.8); correspondence with N. Simon re AFI contribution issues, argument, witnesses (.6).	1.40	1,386.00
11/15/13	ZIEGLER, MATTHEW C	Discuss appellate research issues w/ D. Mayo (0.2).	0.20	112.00
11/15/13	CIPOLLA, SANTO A.	Correspond with K. Denk regarding documents needed for meeting (.2); compile copies of same (.8); correspond with K. Denk regarding Phase I Opinion (1.5).	2.50	762.50
11/15/13	KAUP, ANASTASIA N	Research re: equitable and injunctive relief claims (1.3); Emails w/ J. Sharret re: same (.2).	1.50	742.50
11/15/13	DENK, KURT M	Emails with K. Eckstein, P. Bentley, B. O'Neill, N. Simon, J. Trachtman, D. Blabey, D. Eggermann, R. Ringer, N. Hamerman re: Phase II confirmation (1). Correspondence with N. Simon & N. Hamerman re draft summary for Phase II preparation (.6); confer with N. Hamerman and N. Simon re: revisions to opening (.5), meet with N. Simon re: Lyons cross (.4); Meet with K. Eckstein, J. Trachtman, P. Bentley, N. Simon, N. Hamerman, D. Blabey, A. Dove re Phase II opening statement preparation (2.5). Draft (3.2) and revise (3) materials for same; further revise same (2.2).	13.40	6,633.00
11/15/13	MAYO, DAVID	Meet w/ M. Ziegler re: appellate issues (0.2); research appellate issues (2.8); draft email summarizing research (1.5), review same (.4); further research of appellate issues (2.2).	7.10	3,017.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/15/13	EGGERMANN, DANIEL M	Review Phase I opinion in preparation for plan confirmation (1.8); review Lyons deposition transcript (1.0)	2.80	2,170.00
11/15/13	SIMON, NORMAN	Meetings with K. Eckstein, N. Hamerman, K. Denk, P. Bentley, J. Trachtman, D. Blabey, A. Dove re: opening (2); analyze Lyons MIL opposition (.3); calls with B. O'Neill, P. Bentley re: same (.4); meetings with K. Denk re: Lyons cross (.4); correspondence with MoFo, J. Braun re: deposition designations and review of same for Glassner (.8); review/edit opening on AFI contribution (.3); correspondence with N. Hamerman, K. Denk re: opening (.3); correspondence with B. O'Neill re: trial issues (.3); Call with K. Denk, N. Hamerman re: opening (.5); correspondence with D. Eggermann re: Lyons (.2); correspondence with R. Wynne, K. Eckstein re: Lyons (.3).	5.80	4,785.00
11/15/13	ALLARD, NATHANIEL	Review notices of intent to cross-examine (.3), create chart summarizing same (.5), correspond w/ P. Bentley re: same (.2).	1.00	425.00
11/15/13	KAUFMAN, PHILIP	Attend deposition of G. Gutzeit (6.4); revise response to in limine motion (1.3); correspondence with B. O'Neill, D. Mannal, D. Blabey and Debtors' counsel re: trial issues and strategy (1.7).	9.40	8,836.00
11/15/13	O'NEILL, P. BRADLEY	Review opposition to Gutzeit MIL (.4); Emails with K. Eckstein, D. Blabey, S. Zide re: same (.3); revise opposition to Gutzeit motion in limine (2); Call with K. Eckstein re: same (.1); Draft rider (.3); review opposition to Lyons MIL (.6); Call with N. Simon and P. Bentley re: same (.4); revise witness order and call with A. Lawrence re: same (.3); Correspond with K. Eckstein re: same (.2); Call with R. Ringer re: cross times (.2); review Hamzehpour direct (.4); meet with D. Mannal re: confirmation hearing (1.5).	6.70	5,527.50
11/15/13	DIENSTAG, ABBE L.	Emails with C. Archer re: Plan and confirmation order relevant to the Liquidating Trust (0.2); emails with J. Brodsky re: FHA co-trustee for LT (0.2), confer with C. Archer re: CUSIP (.1).	0.50	437.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/15/13	BENTLEY, PHILIP	Meet with K. Eckstein, N. Simon, N. Hamerman, J. Trachtman, D. Blabey and A. Dove re prep of opening statement (2); emails with K. Eckstein re trial prep issues (0.8); review JSN's response to Lyons preclusion motion (0.5), call with N. Simon and B. O'Neill re: same (.4).	3.70	3,311.50
11/15/13	TRACHTMAN, JEFFREY S.	Edit draft opening argument for confirmation (1.2); prepare for (.7) and meet with K. Eckstein, N. Hamerman, A. Dove, D. Blabey, P. Bentley, K. Denk re: argument prep (2.0); emails re: trial prep with N. Allard, B. O'Neill, S. Zide, K. Eckstein, A. Dove, D. Blabey (1.6).	5.50	5,087.50
11/15/13	ARCHER, CAROL	Confer w/potential trustees re: LT issues (.7) review related matters re: Liquidating Trust (1.0), related correspondence w/J. Bessonette, A. Dienstag (.5). Email to J. Horner re: CUSIP, related conf w/A. Dienstag (.1).	2.30	1,667.50
11/15/13	HERZOG, BARRY	Emails with J. Sharret re: DOJ language in confirmation order re: tax settlements.	0.30	268.50
11/15/13	SHIFER, JOSEPH A	Confer with A. Gibler and A. Waldman re distributable cash (.2), email with S. Tandberg re same (.2), emails with S. Zide re same (.2), review Wachovia witness list (.3), follow up emails with S. Zide re: same (.2), emails to G. Lee, D. Harris, N. Ornstein, and D. Mannal re same (.2), call with D. Harris re same (.2), correspond with D. Blabey and S. Zide re same (.7).	2.20	1,529.00
11/15/13	HAMERMAN, NATAN	Revise talking points for opening argument (2.0); revise slides for same (3.5); present same to K. Eckstein, N. Simon, J. Trachtman, D. Blabey, P. Bentley, A. Dove (2.0); confer with N. Simon and K. Denk re edits to same (.5); emails re Lyons reply with N. Simon and B. O'Neill (.5).	8.50	6,587.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/15/13	DOVE, ANDREW	Revise FHFA stipulation, incorporating comments from MoFo (.9). Confer w/ N. Moss of MoFo re same (.3). Confer w/ M. Meltzer re FHFA settlement (1.1) and confer w/ D. Mannal re same (.4). Update MoFo re agreed approach re: same (.6). Attend meeting w/ K. Eckstein, P. Bentley, N. Hamerman, N. Simon, D. Blabey and A. Dove re opening statement (2.0), prepare for same (1.5); Revise script in preparation for same (3.8).	10.60	6,943.00
11/15/13	SHARRET, JENNIFER	Review cumulative revisions to DOJ language (.4); communications with MoFo re: same (.3); emails with DOJ re: revisions to plan/confirmation order language (.5); multiple emails with MoFo re: status of MA litigation (.6); email with A. Barrage re: same (.2); correspondence with R. Ringer and S. Zide re: changes to the Plan (.2).	2.20	1,529.00
11/15/13	MANNAL, DOUGLAS	Office conference with B. O'Neill re: confirmation hearing (1.5); email w/ K. Eckstein re: same (.3); resolve Judgment Reduction objection issue w/ D. Blabey (.9).	2.70	2,227.50
11/15/13	ZIDE, STEPHEN	Correspondence with B. O'Neill, D. Blabey, and K. Eckstein re objection to MIL for Gutzeit (.6); revise same (.5). Emails with J. Sharret re DOJ plan issues (.4). Call with K. Eckstein re: Gutzeit motion in limine (.8).	2.30	1,713.50
11/15/13	ECKSTEIN, KENNETH H.	Revise opening for confirmation hearing (2.2), Correspond with D. Blabey, J. Trachtman, S. Zide re: confirmation prep matters (.5); call with S. Zide re: Gutzeit motion in limine (.8); meet with A. Dove, P. Bentley, N. Hamerman, N. Simon, K. Denk, D. Blabey re: opening presentation (2.0), prepare for same (1).	6.50	6,435.00
11/15/13	BLABEY, DAVID E	Meet with K. Eckstein, N. Simon, P. Bentley, N. Hamerman, A. Dove, J. Trachtman, K. Denk in prep for confirmation hearing opening statement (2.0).	2.00	1,490.00
11/16/13	GRIBBON, SARA B	Legal research re allocation standards (3.0), e-mails with A. Kaup re same (.7), continue legal research re: same (2.4).	6.10	2,592.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/16/13	DENK, KURT M	Emails with K. Eckstein, P. Bentley, B. O'Neill, N. Simon, J. Trachtman, D. Blabey, D. Eggermann, R. Ringer, N. Hamerman re: Phase II updates.	0.50	247.50
11/16/13	ECKSTEIN, KENNETH H.	Revise opening presentation (2.6); review (1.4) and comment (1) on G. Lee presentation re: same; review pleadings and materials for confirmation hearing (.5).	5.50	5,445.00
11/16/13	EGGERMANN, DANIEL M	Review witness statements in preparation for plan confirmation hearing	4.00	3,100.00
11/16/13	SIMON, NORMAN	E-mails with K. Eckstein, K. Denk, N. Hamerman, others re: phase II issues; e-mail with R. Wynne re: same (.5), emails with K. Eckstein re: Lyons (.2)	0.70	577.50
11/16/13	ALLARD, NATHANIEL	Review deposition transcripts for opening statement slides (1.0), correspond w/ D. Blabey re: same (.3).	1.30	552.50
11/16/13	KAUFMAN, PHILIP	Review deposition transcripts (3.0) and exhibits (1.8) in preparation for trial; emails with D. Blabey, J. Trachtman, P. Bentley, B. O'Neill and Debtors' counsel re: trial issues and strategy (.8).	5.60	5,264.00
11/16/13	O'NEILL, P. BRADLEY	Review Dubel declaration (1.0) and deposition transcripts (1.5), prepare for testimony of same (2.3).	4.80	3,960.00
11/16/13	BENTLEY, PHILIP	Review e-mails from N. Hamerman re confirmation hearing prep.	0.20	179.00
11/16/13	TRACHTMAN, JEFFREY S.	Edit opening argument for confirmation (3.3); emails re: opening argument with D. Blabey, K. Eckstein, G. Horowitz (1.2); review Debtors' draft (1.6), revise opening argument for opening (1.0).	7.10	6,567.50
11/16/13	HAMERMAN, NATAN	Revise talking points for opening presentation (3.6), further review same (2.2).	5.80	4,495.00
11/16/13	BLABEY, DAVID E	Draft confirmation opening statement talking points and slides (3.2), revise opening statement re: same (2.8).	6.00	4,470.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/16/13	DOVE, ANDREW	Review (1.2) and comment (2.3) on revised FHFA stipulation resolving confirmation objection. Confer w/ D. Mannal re same (.5). Draft correspondence to Deutsche Bank counsel re potential settlement of its objection (1.3). Correspond w/ K&E and MoFo teams re FHFA settlement (.9).	6.20	4,061.00
11/16/13	RINGER, RACHAEL L	Revise plan and confirmation order re: additional comments and plan settlements (2.1), e-mails with S. Zide and J. Sharret re: same (.6)	2.70	1,512.00
11/16/13	SHARRET, JENNIFER	Revise DOJ language in plan (.8); correspondence with R. Ringer and S. Zide re: changes to the Plan and confirmation order (.6); follow-up with MoFo re: status of MA litigation (.5).	1.90	1,320.50
11/16/13	SHIFER, JOSEPH A	Review revised WFBNA stipulation (.4), emails with D. Mannal re same (.3)	0.70	486.50
11/16/13	ZIDE, STEPHEN	Review emails and follow up emails with A. Lawrence, B. O'Neill, C. Siegel, and P. Farber re plan exhibits and negotiations with JSNs (.5); review designations (.3); call with C. Siegel re same (.2). Emails with R. Ringer and J. Sharret re confirmation order (.2).	1.20	894.00
11/17/13	ZIEGLER, MATTHEW C	Research re: valuation of settled claims (3.5), review research of same (1.2), continue legal research for same (1.8).	6.50	3,640.00
11/17/13	DENK, KURT M	Emails with K. Eckstein, P. Bentley, B. O'Neill, N. Simon, J. Trachtman, D. Blabey, D. Eggermann, R. Ringer, N. Hamerman re: Phase II updates (.5). Review opening address re: AFI contribution (1.5) and draft editing suggestions re same (1.1); calls with N. Simon (.4) and N. Hamerman (.5) re same. Review relevant produced documents from adversary proceeding and confirmation discovery (2.2), and draft outline notes (3) all re: Phase II trial preparation.	9.20	4,554.00
11/17/13	KAUP, ANASTASIA N	Research re: equitable and injunctive relief claims (.2); emails w/ J. Sharret re: same (.2).	0.40	198.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/17/13	ECKSTEIN, KENNETH H.	Confirmation prep session with J. Dubel (3.0); call with D. Eggermann, P. Bentley, J. Trachtman, S. Zide, D. Mannal, P. Kaufman, G. Horowitz, N. Simon, B. O'Neill, P. Kaufman, N. Hamerman re: confirmation hearing prep (1.0), prepare for same (.8); call with D. Blabey re: opening statement (.5), call with S. Zide and D. Blabey re: intercompany claims (1.0); Review opening presentation (3.2), revise same (3.0).	12.50	12,375.00
11/17/13	EGGERMANN, DANIEL M	Review witness statements in preparation for plan confirmation hearing (1.7); comment on opening statements (1.8); call w/ K. Eckstein, P. Bentley, J. Trachtman, S. Zide, D. Mannal, P. Kaufman, G. Horowitz, N. Simon, B. O'Neill, P. Kaufman, N. Hamerman re confirmation hearing prep (1.0); perform legal research re allocation (2).	6.50	5,037.50
11/17/13	SIMON, NORMAN	Review C. Siegel, A. Kaup research on allocation cases (.5); correspond with N. Hamerman re: opening (.5); edit draft opening (1.1); calls with K. Denk, N. Hamerman re: opening and Lyons cross (.5); conference call with D. Eggermann, P. Bentley, J. Trachtman, S. Zide, D. Mannal, P. Kaufman, G. Horowitz, K. Eckstein, B. O'Neill, P. Kaufman, N. Hamerman re: Phase II trial strategy (1); review Lyons transcript for cross (.8); correspondence with N. Hamerman, K. Denk re: trial issues (.3); correspondence with K. Eckstein, C. Kerr, P. Kaufman, A. Dove, B. O'Neill re: Phase II trial issues (.5); call with K. Denk re: AFI contribution (.4).	5.60	4,620.00
11/17/13	ALLARD, NATHANIEL	Review deposition transcripts (.5).	0.50	212.50
11/17/13	KAUFMAN, PHILIP	Revise draft opening (2.2); conference call with D. Eggermann, P. Bentley, J. Trachtman, S. Zide, D. Mannal, K. Eckstein, G. Horowitz, N. Simon, B. O'Neill, P. Kaufman, N. Hamerman re: trial issues and strategy (1); emails with K. Eckstein, B. O'Neill, J. Trachtman, D. Blabey and N. Simon re: trial issues, opening statement, strategy (1.3); continued analysis of deposition transcripts (3.0).	7.50	7,050.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/17/13	O'NEILL, P. BRADLEY	Call with D. Mannal re: Dubel cross (.3); meet with J. Dubel re: cross examination (3); meet with D. Eggermann, P. Bentley, J. Trachtman, S. Zide, D. Mannal, P. Kaufman, G. Horowitz, N. Simon, K. Eckstein, P. Kaufman, N. Hamerman re: opening (1); TC with C. Kerr re: Phase II exhibits (.3).	4.60	3,795.00
11/17/13	BENTLEY, PHILIP	Call with D. Eggermann, K. Eckstein, J. Trachtman, S. Zide, D. Mannal, P. Kaufman, G. Horowitz, N. Simon, B. O'Neill, P. Kaufman, N. Hamerman re confirmation hearing prep (1); e-mails with same re same (0.2)	1.20	1,074.00
11/17/13	TRACHTMAN, JEFFREY S.	Prepare for (.8) and meet with D. Eggermann, P. Bentley, K. Eckstein, S. Zide, D. Mannal, P. Kaufman, G. Horowitz, N. Simon, B. O'Neill, P. Kaufman, N. Hamerman re: trial prep and opening argument (1.0); correspondence with same re: argument (.8); edit draft opening (1.0) and Debtors' draft slides re: same (1.1).	4.70	4,347.50
11/17/13	ZIDE, STEPHEN	Call with Mofo and D. Mannal re Impac (.5). speak with J. Dubel re Impac (.1). speak with R. Wynne re Phase 1 decision (.2). Meeting with D. Eggermann, P. Bentley, J. Trachtman, K. Eckstein, D. Mannal, P. Kaufman, G. Horowitz, N. Simon, A. Dove, B. O'Neill, P. Kaufman, N. Hamerman re confirmation opening (1); revise section of opening on intercompany claims (5); discussions with K. Eckstein and D. Blabey re same (1). Review G. Lee opening (.5) and speak with D. Mannal re same (.3). Review revised plan and order (.5); emails with J. Sharret and R. Ringer re same (.4); revise same (.4).	9.90	7,375.50
11/17/13	ARCHER, CAROL	Review of Plan/Confirmation Order (.5), related emails w/J. Bessonette, A. Dienstag, R. Ringer (.3).	0.80	580.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/17/13	HAMERMAN, NATAN	Revise talking points re: opening (4.0); revise slides re: same (4.0), call with K. Denk re: AFI contribution (.5); meet with D. Eggermann, P. Bentley, J. Trachtman, S. Zide, D. Mannal, P. Kaufman, G. Horowitz, N. Simon, B. O'Neill, P. Kaufman, K. Eckstein re: opening and preparation for Phase II (1.0); call with N. Simon and K. Denk re: opening and Lyons cross (.5).	10.00	7,750.00
11/17/13	BLABEY, DAVID E	Further edits to confirmation hearing opening statement (2.5); discuss same with K. Eckstein (.5); edit slides re same (.5); discussion with K. Eckstein and S. Zide re: intercompany claims (1.0).	4.50	3,352.50
11/17/13	DOVE, ANDREW	Meeting w/ K. Eckstein, D. Eggermann, P. Bentley, J. Trachtman, S. Zide, D. Mannal, P. Kaufman, G. Horowitz, N. Simon, B. O'Neill, P. Kaufman, N. Hamerman re Plan Proponents' opening statement (1). Circulate revised stipulation re FHFA settlement following additional revisions (.7). Confer w/ D. Fliman of Kasowitz re open issues w/ FHFA (.8). Confer w/ D. Mannal re same (.5). Revise outline for opening statement (3.9).	6.90	4,519.50
11/17/13	RINGER, RACHAEL L	Revise confirmation order re: plan supplements (.5), further revise same (.7), draft e-mail to Consenting claimants re: confirmation order (.3), revise confirmation order (.4), further revise plan and confirmation order re: additional comments (.5), e-mails with E. Frejka, D. Mannal, S. Zide and A. Dove re: same (.5),	2.90	1,624.00
11/17/13	SHARRET, JENNIFER	Review research on injunctive relief in claims (.7); follow-up correspondence with A. Kaup re: same (.2); revise confirmation order re: DOJ/ AG issues (1); call with Company and B. Perlstein re: status of state's objection, status of DOJ issues (.5); follow-up with states re: same (.4); review revised plan and confirmation order re: same (.1); email to S. Zide re: open issues (.1).	3.00	2,085.00
11/17/13	SHIFER, JOSEPH A	Revise WFBNA stipulation (1.0), emails with D. Mannal, J. Bernbrock, D. Harris, and G. Lee re same (.8), emails with D. Mannal, S. Zide, and E. Frejka re voting data (.4)	2.20	1,529.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/17/13	MANNAL, DOUGLAS	Attend prep session with KL team and J. Dubel re: Dubel cross examination (3.0); provide comments on Debtors' opening statement (2.9); provide comments to K. Eckstein opening statement outline (2.8); review Phase I decision in prep for confirmation strategy (1.2); conference call with MoFo, S. Zide re: opening (.3); TCF w/ A. Barrage of MoFo and S. Zide re: Impac objection (.5); revise FHFA stip (.4); review strategies on DOJ, Wells and FHFA objections (.3); meet with D. Eggermann, P. Bentley, J. Trachtman, S. Zide, K. Eckstein, P. Kaufman, G. Horowitz, N. Simon, B. O'Neill, P. Kaufman, N. Hamerman re: opening (1); confer with A. Dove re: FHFA (.5); call with B. O'Neill re: J. Dubel (.3)	13.20	10,890.00
11/17/13	HOROWITZ, GREGORY A.	Meet with K. Eckstein and KL team re opening for confirmation (2.0)	2.00	1,790.00
11/18/13	ZIEGLER, MATTHEW C	Perform legal research re: valuation of claims (3.9); research re: allocation of settlement proceeds (3.0); review T. Peretz research re: appeal issues (1.7); further research re: same (3.0), review D. Mayo research re: stay pending appeal (1.4).	13.00	7,280.00
11/18/13	CIPOLLA, SANTO A.	Prepare binder regarding witness depositions and designations (2.8); reviewed same (.8); correspond with K. Denk regarding binder (.3).	3.90	1,189.50
11/18/13	DENK, KURT M	Emails with K. Eckstein, B. O'Neill, N. Simon, D. Blabey, D. Eggermann, N. Hamerman, A. Dove re: opening argument (.8); meetings with same re Phase II opening argument (2.0), prepare for same (1.6). Draft portion of opening argument re: AFI claims (3.0) and revise same (2.0). Draft editing suggestions re same (3.2) relating AFI Contribution.	12.60	6,237.00
11/18/13	KAUP, ANASTASIA N	Meet w/ J. Sharret re: research into injunctive relief issues (.2).	0.20	99.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/18/13	SIMON, NORMAN	Review Lyons motion in limine decision and correspondence with K. Eckstein, S. Zide, D. Mannal, B. O'Neill re: same (.5); Correspondence with N. Hamerman, K. Denk re: opening/Lyons (.5); Meeting with K. Eckstein, G. Horowitz, D. Mannal, N. Hamerman, K. Denk re: opening argument (2); Calls with N. Hamerman re: same (.4); Meeting with K. Eckstein, B. O'Neill, N. Hamerman, G. Horowitz re: AFI claims strategy (1); edit opening argument (1); correspondence with N. Hamerman, S. Zide, D. Blabey re: same (.5); Edit summary of AFI claims for K. Eckstein (.7).	6.60	5,445.00
11/18/13	ECKSTEIN, KENNETH H.	Meeting with N. Simon, G. Horowitz, D. Mannal, N. Hamerman, S. Zide, D. Blabey, B. O'Neill, K. Denk re: opening (2); meet with B. O'Neill, N. Hamerman, G. Horowitz and N. Simon re: AFI claims strategy (1); Prepare for Phase II opening (4.0), review relevant documents in preparation for same (3.4), correspond with N. Simon re: same (.8), further prepare for same (3.8)	15.00	14,850.00
11/18/13	MAYO, DAVID	Research appellate issues re: plan objections (3.2), continue legal research for same (3.0); draft email summaries of appellate issue research (4.0), revise same (.9)	11.10	4,717.50
11/18/13	O'NEILL, P. BRADLEY	Prepare Dubel testimony outline (.8); TCF with D. Donovan re: caselaw (.3); TCF K&E re: hearsay issues (.5); Meet with J. Dubel, J. Dermont re: testimony prep (2.8); meet with K. Eckstein, N. Hamerman, G. Horowitz and N. Simon re: AFI claims strategy (1) and prepare for same (.3); revise Dubel outline (.4); Correspond with D. Mannal re: same (.2); Correspond with N. Hamerman re: examiner (.2); review cases re: same (2.5); Call with D. Eggermann re: same (.2); review cross times (.2); Call with C. Kerr re: scheduling of witnesses(.4); CF P. Bentley re: same (.3); review openings (1.5); TC J. Brown, P. Kaufman re: intercompany balances (.5); Call with D. Blabey re: post trial briefing (.2); Attend portion of team meeting re: opening arguments (1).	13.30	10,972.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/18/13	ARCHER, CAROL	Emails w/A. Dienstag and Wells Fargo re: Delaware Trustees.	0.60	435.00
11/18/13	ALLARD, NATHANIEL	Update chart re: status of plan objections (1.4), correspond w/ MoFo, R. Ringer re: same (.3); update chart re intention to cross-examine (.7); review exhibit list (.8) and review exhibits for Dubel direct (.4), correspond w/ B. O'Neill re: same (.2).	3.80	1,615.00
11/18/13	TRACHTMAN, JEFFREY S.	Edit opening statement for confirmation hearing (3.1); meet with K. Eckstein, D. Blabey, N. Hamerman, B. O'Neill, G. Horowitz, D. Mannal, S. Zide re: opening prep and trial strategies (2); review pretrial filings re: same (1.1).	6.20	5,735.00
11/18/13	BENTLEY, PHILIP	Review Trustees' direct testimony and related docs (1.3) and analyze potential cross-exam issues re same (1.0), and correspond B. O'Neill and M. Espana re same (0.3); review other witness testimony and related docs (1.5); review transcript of pretrial conf (0.4).	4.50	4,027.50
11/18/13	HERZOG, BARRY	Draft carve-out lang. for certain claims in plan (.8); related emails with J. Sharret re: same (.1).	0.90	805.50
11/18/13	EGGERMANN, DANIEL M	Review witness testimony in preparation for trial (3.5); call MoFo (Marines, Marinuzzi) and Curtis (Foudy) re proposed findings of fact and legal briefing (.5); comment on opening statements (2.3); call with B. O'Neill re: examiner cases (.2).	6.50	5,037.50
11/18/13	PERETZ, TUVIA	Legal research re: potential issues.	4.80	2,040.00
11/18/13	PERETZ, TUVIA	Research re: standards of evidence for cross examination of witnesses.	3.70	1,572.50
11/18/13	KAUFMAN, PHILIP	Preparation for trial, including preparation for openings (1.0) and cross-examinations (3.2), related analysis of direct testimony and exhibits (2.2); review direct testimony and declarations (3.0); correspond with Debtors' counsel, K. Eckstein, D. Mannal, B. O'Neill, D. Blabey, and expert witnesses re: trial strategy (2); confer with G. Horowitz re: motion in limine (.1); review same (.5); emails with S. Zide re: same (.7).	12.70	11,938.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/18/13	BESSNER, DEBORAH	Correspond with R. Ringer and A. Sikes re: Phase II trial (.6); compile documents in preparation for the start of the Phase II trial (2.0).	2.60	767.00
11/18/13	ZIDE, STEPHEN	Meet with K. Eckstein, D. Mannal, G. Horowitz D. Blabey, A. Dove, J. Trachtman, N. Hamerman and N. Simon re confirmation opening presentation (2.0), prepare for same (.4). Draft (1.5) and revise (1.5) opening on intercompany claims; discussions with K. Eckstein and D. Blabey re same (.8); revise opening on AFI and global settlement (1); review T. Goren comments to opening statements (.8). Emails with T. Goren re Wells and UMB indemnity issue (.3). Call with T. Goren re open JSN issues for confirmation hearing (.6). Emails with J. Sharret and R. Ringer re revisions to confirmation order and plan (1.4). Call with D. Harris and J. Shifer re Marrow cross (.4); and stipulation re same (.2). Review order on motions in limine (.3); emails with D. Mannal, K. Eckstein and P. Kaufman re same (.2). Revise confirmation slide deck with N. Hamerman, D. Blabey. And K. Eckstein (1.7)	13.10	9,759.50
11/18/13	BESSONETTE, JOHN	Correspond with A. Dienstag, J. Brodsky and T. Hamzehpour re Liquidating Trust matters (1.2).	1.20	990.00
11/18/13	SHARRET, JENNIFER	Review plan language and open issues (.6); t/c with N. Ornstein re: language and draft revisions to same (.9); t/c with B. Herzog re: plan language and c/f with D. Mannal re: same (.3); call with MA AG re: objection to plan (.7); draft update email to Committee re: MA objection (.3); correspondence with B. Perlstein re: same (.5); multiple correspondence with D. Mannal re: status of MA AG issues (1); revise DOJ language (1.1) and emails with DOJ re: resolved language (.5); correspondence with J. Cordaro and N. Ornstein re: same (.6).	6.50	4,517.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/18/13	HAMERMAN, NATAN	Review (1.0) and revise (3.4) talking points for opening at confirmation trial; Revise trial slides re: same (2.1). Review Lyons decision (.3). Revise strategy based on same (2.0); prepare materials for trial (.9); meet with K. Eckstein, G. Horowitz, B. O'Neill, D. Mannal, N. Simon, J. Trachtman, K. Denk to prepare for confirmation trial (2).	11.70	9,067.50
11/18/13	DOVE, ANDREW	Attend call w/ MoFo and Kasowitz re FHFA settlement issues (.5). Correspond w/ K&E re comments to draft stip (.6) and confer w/ N. Ornstein re same (.3). Confer w/ S. Shelley of Quinn re settlement of Deutsche Bank objection (.5). Confer w/ counsel for Deutsche Bank re same (.4). Review (2.0) and revise (3.5) script for opening statement. Attend dry run of presentation re: opening statement (2.0). Draft (3.4) and revise slides re: same (3.5). Comment on MoFo opening script (.7).	17.40	11,397.00
11/18/13	FREJKA, ELISE S	Prepare chart of budget differentials for J. Brodsky (.5); revise carve out tweaks for Cap Re in connection with Moore settlement (.8); coordination of Borrower direct testimony with Chambers and MoFo (.3); call with R. Nosek, J. Krell regarding Rode and Wilson plan objections (.3); call with N. Orenstein regarding Cap Re carve out (.2); revise Liquidating Trust causes of action (1.4); call with M. Rothschild regarding same (.2).	3.70	2,904.50
11/18/13	RINGER, RACHAEL L	Revise Plan/Confirmation Order (.5), e-mails with A. Dove, S. Zide and E. Frejka re: same (.5), further revise same (.4), e-mails with E. Frejka and call with chambers re: borrower objectors to the plan (.5), calls with N. Ornstein re: Plan/order comments (.3) e-mails with KL team re: revised Plan/Confirmation Order (.9), finalize same for filing (.5), revise same (.8), prepare for confirmation hearing (1.4), revise confirmation opening presentation (.6)	6.40	3,584.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/18/13	SHIFER, JOSEPH A	Revisions to WFBNA stipulation (2.3), emails with D. Harris, J. Bernbrock, and N. Ornstein re same (1.5), emails with J. Donnel and N. Lebioda re: same (1.4); emails with D. Mannal, S. Zide, and E. Frejka re voting data (.4); review Morrow certification and related materials (3.8), draft talking points re voting data for use at confirmation hearing (1.4), confs with D. Harris and S. Zide re Morrow testimony (.8), confs with S. Zide and D. Harris re Morrow stipulation (.4), review same (.5), confs with S. Zide re same (.4), conf with T. Foudy re WFBNA objection (.6), follow up emails with T. Foudy re same (1.2).	14.70	10,216.50
11/18/13	MANNAL, DOUGLAS	Review in limine opinions re: Gutzeit and Lyons (.4); resolve Impac plan objection/claim (1.1); review FHFA plan modifications and stip (1.4); TCF w/ UST re: objection to plan (.3); review K. Eckstein's opening outline (1.9); attend meeting to run through opening argument (2.0), prepare for same (.3); revise plan objection chart (.7); email with AFI re: Impac settlement (.3); research appellate issues re: plan confirmation (.4); email w/ D. Eggermann re: same (.2); prep for confirmation hearing re: plan modifications and questions (2.1).	11.10	9,157.50
11/18/13	HOROWITZ, GREGORY A.	Meet with K. Eckstein, B. O'Neill, N. Hamerman, N. Simon re AFI contribution (1.0); attend opening run-through for confirmation (2.0)	3.00	2,685.00
11/19/13	BLABEY, DAVID E	Edit opening argument (.3) and discuss same with S. Zide (.2); review P. Farber memo on Phase I opinion (.2); discuss Phase II post trial brief with D. Eggermann (.2); review allocation case law (3.1); call with Mofo re confirmation brief (.4); edit opening statement (1.1); additional edits to opening (1); opening statement run-through with K. Eckstein (1.4) and prepare for same (.6); further edits to opening (2.3) and related slides (1.7).	12.50	9,312.50
11/19/13	ZIEGLER, MATTHEW C	Review plan provisions relating to disputed claims reserve (1.5); further research re: stay pending appeal (3.5); draft memo re: appellate issues re: confirmation (3.1).	8.10	4,536.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/19/13	SIMON, NORMAN	Correspondence with K. Eckstein, N. Hamerman, D. Blabey, K. Denk, S. Zide, A. Dove re: opening argument (.6).	0.60	495.00
11/19/13	ECKSTEIN, KENNETH H.	Prepare w/ J. Dubel for testimony at confirmation hearing (4.5); meet with D. Blabey re: opening statement (1.4)	5.90	5,841.00
11/19/13	DIENSTAG, ABBE L.	Revise the Cooperation Agreement between the Liquidating Trust and the Borrower Claims Trust (4.0); numerous emails with J. Brodsky re: same (1.0).	5.00	4,375.00
11/19/13	DIENSTAG, ABBE L.	Call with S. McCorkle of DTC re: entering the Units into DTC (0.1); c/w C. Archer re: same (0.2).	0.30	262.50
11/19/13	TRACHTMAN, JEFFREY S.	Review pretrial filings in preparation for opening arguments(1.7); correspondence with A. Dove, D. Blabey, K. Eckstein, D. Eggermann re: pretrial submissions (.8); review draft outlines of submissions (.9).	3.40	3,145.00
11/19/13	O'NEILL, P. BRADLEY	Preparation for J. Dubel cross examination (3.6); Correspond D. Eggermann re: hearsay objections (.7).	4.30	3,547.50
11/19/13	ALLARD, NATHANIEL	Correspond w/ E. Frejka re: plan insurance issues (.2); correspond w/ D. Mannal re: same (.3); prepare exhibit lists (1.6), prepare for second-day of confirmation hearing (1.2).	3.30	1,402.50
11/19/13	ZIDE, STEPHEN	Prepare for confirmation hearing (1); correspondence with T. Goren, J. Shifer, K. Eckstein and D. Mannal re trial strategy (2). Discussions with D. Golden re plan change (.4); review indenture documents (.5) and correspondence with K. Eckstein and J. Shifer re same (.4). Participate in J. Dubel cross examination preparation (3.5)	7.80	5,811.00
11/19/13	MAYO, DAVID	Research appellate issues related to confirmation (2.4); draft summary re: same (0.9).	3.30	1,402.50
11/19/13	BENTLEY, PHILIP	Review opening statement slide presentations (0.4)	0.40	358.00
11/19/13	EGGERMANN, DANIEL M	Perform legal research re allocation of settlement (1.5); research on admissibility issues re examiner reports (3.7); prepared outline re same (1.5)	6.70	5,192.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/19/13	DENK, KURT M	Emails with K. Eckstein, P. Bentley, B. O'Neill, N. Simon, J. Trachtman, D. Blabey, D. Eggermann, R. Ringer, N. Hamerman re: Phase II/ confirmation hearing status (1); review exhibits and testimony re same (.5) and draft summary relevant to Plaintiffs' counter-arguments (.8).	2.30	1,138.50
11/19/13	KAUFMAN, PHILIP	Review pre- trial filings (1.1), deposition transcripts (1.5) and related documents (.8) in preparation for confirmation hearing; correspond with K. Eckstein, D. Mannal, B. O'Neill, S. Zide re: related legal and strategic issues (2.2).	5.60	5,264.00
11/19/13	BESSNER, DEBORAH	Compile documents re: Dubel examination at trial (3).	3.00	885.00
11/19/13	ARCHER, CAROL	Correspondence w/ A. Dienstag, J. Brodsky, V.S. Bank and other potential trustees re: proposals for Trustee services and related matters (1.2). Draft Cooperation Agreement (3.4), correspond with E. Frejka re: same (.4).	5.00	3,625.00
11/19/13	SHARRET, JENNIFER	Emails with D. Mannal and A. Barrage re: MA objection (.2); review states' plan objection (.3); review tax language insert for confirmation order and emails with B. Herzog, Kirkland and MoFo re: same (.4); revise confirmation order re: same (.7)	1.60	1,112.00
11/19/13	HAMERMAN, NATAN	Revise opening presentation slides (1.0); correspondence with N. Simon and K. Denk re JSN opening (1.5).	2.50	1,937.50
11/19/13	DOVE, ANDREW	Correspond w/ D. Fliman re proposed FHFA side letter (1.4) and confer w/ D. Mannal re same (.3). Draft analysis of JSN opening statement re intercreditor issues (3.9) and confer w/ D. Blabey re same (.5).	6.10	3,995.50
11/19/13	CHASS, MARK	Review orders re motions in limine	0.40	310.00
11/19/13	SHIFER, JOSEPH A	Confer with D. Harris, J. Donnell, N. Ornstein, and J. Bernbrock re WFBNA stipulation (1.3), follow up emails with J. Donnell, N. Lebioda, L. Marinuzzi, D. Harris, J. Donnell, N. Ornstein, and J. Bernbrock re same (.7), revisions to same (.7), emails with S. Zide and D. Mannal re same (.2).	2.90	2,015.50
11/19/13	MANNAL, DOUGLAS	Prep for (.2) and attend cross-examination prep of J. Dubel (4.5).	4.70	3,877.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/19/13	MANNAL, DOUGLAS	Review intercreditor agreement (.4).	0.40	330.00
11/19/13	ALLARD, NATHANIEL	Perform legal research (.8) and research documents (1.3) for use at confirmation.	2.10	892.50
11/20/13	ZIEGLER, MATTHEW C	Further research re: stay pending appeal of confirmation order (2.2); further research re: supersedes bond requirement (0.5); further draft memo re: appellate issues involved in plan confirmation (3.7); review case law re: allocation of settlement proceeds (2.0).	8.40	4,704.00
11/20/13	GRIBBON, SARA B	Research re burdens of proof and indubitable equivalent standards (4.0); review additional cases re settlement allocation (1.1)	5.10	2,167.50
11/20/13	ZIDE, STEPHEN	Correspondence with K. Eckstein, D. Mannal, G. Lee, R. Ringer and T. Goren re open issues and preparation of witnesses (2); discussions with K. Eckstein, Akin and R. Wynn re trustee claim issue for JSNs (.5). Discussions with D. Eggermann and D. Blabey re hearing and post-trial briefing (.7). Correspondence with K. Eckstein and D. Mannal re Peck discussions (1). Review relevant documents for cross examination in preparation for confirmation hearing (.5); emails with B. O'Neill, C. Siegel, D. Mannal, P. Kaufman, G. Horowitz and K. Eckstein re same (.4).	5.10	3,799.50
11/20/13	SIMON, NORMAN	Call/correspondence with K. Denk, N. Hamerman re: AFI witnesses (.4); Correspondence with MoFo, J. Trachtman, D. Blabey re: post-confirm brief (.5); Prepare for cross examination of Marx at confirmation trial (3.5); Correspondence with P. Farber, R. Ringer re: Marx exhibits (.5); review Young transcript in preparation for testimony (.8).	5.70	4,702.50
11/20/13	O'NEILL, P. BRADLEY	Draft Renzi redirect (1); review Young depo transcript (1.8); TC with J. Brown re: same (.3); review emails from same re: documents, exhibits (.5); review relevant exhibits for confirmation hearing (.4).	4.00	3,300.00
11/20/13	MAYO, DAVID	Research appellate issues related to confirmation (3.9); draft summary re: appellate issue research (1.5), revise summary (1).	6.40	2,720.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/20/13	ALLARD, NATHANIEL	Correspond w/ S. Zide re: plan objections (.3); correspond w/ B. O'Neill re: exhibits (.3), draft chart re: same (1.2) Revise WFBNA stipulation (.5), correspond w/ J. Shifer re: same (.3); further revise Aon confi (.3).	2.90	1,232.50
11/20/13	PERETZ, TUVIA	Research re: treatment of attorney's fees under bankruptcy code (3.5), draft summary of same (2.9).	6.40	2,720.00
11/20/13	EGGERMANN, DANIEL M	Draft post-trial briefing for JSN issues raised at confirmation trial (3.5); perform legal research re same (2.2); further draft post-trial brief (1.0).	6.70	5,192.50
11/20/13	DIENSTAG, ABBE L.	Attend portion of meeting with C. Archer, J. Bessonette re: post-effectiveness corporate tasks (0.5); emails with same, R. Ringer re: plan and confirmation order modification and closing issues (0.2).	0.70	612.50
11/20/13	DIENSTAG, ABBE L.	Review FHA mortgage provisions.	0.20	175.00
11/20/13	DENK, KURT M	Emails with K. Eckstein, P. Bentley, B. O'Neill, N. Simon, J. Trachtman, D. Blabey, D. Eggermann, R. Ringer, N. Hamerman re Phase II/ Confirmation hearing status (.4).` review exhibits and testimony re same (.7) and draft relevant to Plaintiffs' counter-arguments (1.2). Review materials in preparation for 11/21 proceedings (1).	3.30	1,633.50
11/20/13	KAUFMAN, PHILIP	Prepare outline for Bingham cross-exam at confirmation trial (4.0), review transcript and exhibits re: Bingham depositions (3.2), further draft Bingham cross outline (3.0) and prepare for same (2.3) correspondence with K. Eckstein, D. Mannal, B. O'Neill, S. Zide and Debtors' counsel re: trial issues and strategy (1.8).	14.30	13,442.00
11/20/13	TRACHTMAN, JEFFREY S.	Emails with D. Blabey, D. Eggermann, R. Ringer, MoFo re: post-trial submissions (1.3); revise sections of post-trial brief (2.8).	4.10	3,792.50
11/20/13	BESSNER, DEBORAH	Prepare Bingham cross-examination binders re: deposition transcripts, direct testimonies and potential exhibits (4.0); correspond with R. Phillip re: same (2.5); review binders re: same (.5).	7.00	2,065.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/20/13	BESSONETTE, JOHN	Prepare for (.5) and meeting with A. Dienstag and C. Archer (1.0) re: post-effective date work plan.	1.50	1,237.50
11/20/13	ECKSTEIN, KENNETH H.	Continue witness preparation for confirmation hearing (1.5); review pleadings in preparation for same (1.4); calls with clients and G. Uzzi re settlement issues (.6) and call w/J. Peck re: same (.7); call with D. Mannal re: JSN request (.1). discussions with Akin and R. Wynne re trustee claim issue for JSNs (.5).	4.80	4,752.00
11/20/13	ARCHER, CAROL	Emails w/ E. Frejka, A. Dienstag re: Access and Cooperation Agreement (.3), draft same (1.9). correspond w/J. Brodsky, E. Frejka, A. Dienstag re: Cooperation Agreement (.5). Emails w/ potential trustees (.5) and compile proposals for same (.4).	3.60	2,610.00
11/20/13	HAMERMAN, NATAN	Revise closing statement (.3); revise conclusions of law (.5); revise proposed findings of fact (.5); review intercompany claims/CFDR issue (2.0).	3.30	2,557.50
11/20/13	DOVE, ANDREW	Perform legal research for post-trial briefing (2.8) and draft sections of same re: intercompany claims and JSN objections (3.1).	5.90	3,864.50
11/20/13	SHARRET, JENNIFER	Correspondence with Kirkland re: modification to confirmation order	0.30	208.50
11/20/13	SHIFER, JOSEPH A	Confer with D. Harris, N. Lebioda. Donnell, N. Ornstein, and J. Bernbrock re WFBNA stipulation (.8), revisions to same (.8), follow up emails with J. Donnell, N. Lebioda, L. Marinuzzi, D. Harris, J. Donnell, N. Ornstein, and J. Bernbrock re same (1.4).	3.00	2,085.00
11/20/13	RINGER, RACHAEL L	Revise Plan re: JSN claims, e-mails with S. Zide re: same (.3),	0.30	168.00
11/20/13	MANNAL, DOUGLAS	Prep with M. Renzi for cross examination (1.1); research issue of reporting of intercompany claims as part of collateral package (2.8); TCF w/ MoFo re: same (.4); draft redirect of Renzi (1.9); office conference with B. O'Neill re: same (.3); TCF w/ MoFo re: JSN trial request (.3); TCF w/ K. Eckstein re: same (.1); email with MoFo re: same (.2).	7.10	5,857.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/21/13	ZIEGLER, MATTHEW C	Perform further research re: supersedeas bond requirement (0.3); further research re: direct appeal to circuit court (2.7); further draft memo re: appellate issues (4.0), revise same (.7); research re: application of Bankruptcy Rule 3020(e) (1.1); further research re: supersedeas bond requirement (0.2); emails w/ K. Eckstein, D. Mannal, S. Zide, D. Eggermann re: appellate issues (0.3).	9.30	5,208.00
11/21/13	PERETZ, TUVIA	Legal research re: treatment of attorney's fees under bankruptcy code (2.0); draft summary of same (1.3).	3.30	1,402.50
11/21/13	EGGERMANN, DANIEL M	Draft post-trial confirmation brief re: outstanding JSN objections to confirmation (4.0); review same (.5), perform legal research re same (2.5).	7.00	5,425.00
11/21/13	SIMON, NORMAN	Correspondence with P. Farber, K. Denk re: Marx testimony (.2); call with N. Hamerman, K. Denk re: trial issues (.4); call with M. McKane re: Marx testimony (.2)	0.80	660.00
11/21/13	DIENSTAG, ABBE L.	Call with Orrick group to review the FHA mortgage provisions (.3); begin re-drafting same (0.4); comment on notice for payment instructions (0.2); email with C. Archer re: closing preparations (0.1).	1.00	875.00
11/21/13	GUCCION, MARY K	Correspond w/ A. Dove and Y. Chernyak re commercial reasonableness issue (.4); research same (3.4).	3.80	2,128.00
11/21/13	O'NEILL, P. BRADLEY	TCF D. Mannal, S. Zide, R. Ringer re: appellate issues (.3); review memo re: same (.6).	0.90	742.50
11/21/13	DENK, KURT M	Emails with K. Eckstein, P. Bentley, B. O'Neill, N. Simon, J. Trachtman, D. Blabey, D. Eggermann, R. Ringer, N. Hamerman, MoFo, and Kirkland re Phase II / Confirmation hearing status (.2); call with N. Simon and N. Hamerman re: trial issues (.4).	0.60	297.00
11/21/13	BESSONETTE, JOHN	Emails with effective date group regarding FHA, DTC, trustee.	1.20	990.00
11/21/13	ALLARD, NATHANIEL	Correspond w/ S. Zide re: confirmation direct testimony (.3); correspond w/ J. Shifer re: Impac stipulation (.2), revise same (.5).	1.00	425.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/21/13	KAUFMAN, PHILIP	Correspondence with K. Eckstein, D. Mannal, S. Zide, B. O'Neill and Debtors' counsel re: cross-examination preparation (1.9); continue preparation for cross-examination of Bingham (3.8).	5.70	5,358.00
11/21/13	BENTLEY, PHILIP	E-mails with S. Zide re confirmation hearing issues (0.4)	0.40	358.00
11/21/13	MAYO, DAVID	Research appellate issues re: confirmation (2.5); draft email summary of research results (1.1).	3.60	1,530.00
11/21/13	ECKSTEIN, KENNETH H.	Calls with MoFo re settlement issues (1.2); Confer with G. Horowitz re Bingham, Well Fargo issues (.8)	2.00	1,980.00
11/21/13	ZIDE, STEPHEN	Email K. Eckstein and D. Mannal re:risk assumptions on JSN trial (.4); speak with R. Ringer and J. Shifer re same (.4); email with S. Tandberg re same (.2); emails with M. Ziegler and D. Eggermann re appeal issues (.2). Review revised Fazio report from Milbank (.3). Emails with J. Shifer re FHFA (.3). Review revisions to plan and order (.2), markup same (.2) and speak with R. Ringer re same (.2). Review and comment on Moelis JSN deck (.3); speak with R. Ringer re same (.1). Review draft of Pinzon cross (.1). Emails with D. Blabey and Y. Chernyak re Intercreditor issues (.3). Correspondence with K. Eckstein, D. Mannal, G. Lee, R. Ringer and T. Goren re open issues with confirmation (.7); Confer with K. Eckstein, G. Horowitz re: Fazio cross and Bingham (.8); call with B. O'Neill, D. Mannal and R. Ringer re: appeal issues (.3).	5.00	3,725.00
11/21/13	ARCHER, CAROL	Correspond with D. Flanigan and E. Frejka re: Cooperation Agreement (1.9). Emails w/potential trustees, J. Bessonette, A. Dienstag (1.0). Correspond w/S. Zide re: Effective date payees and related matters (.5).	3.40	2,465.00
11/21/13	BESSNER, DEBORAH	Compile binders re: confirmation hearing transcripts.	0.30	88.50
11/21/13	HAMERMAN, NATAN	Continue editing of proposed findings of fact (.5); continue revising conclusions of law (2.1); call with N. Simon and K. Denk re: trial issues (.4).	3.00	2,325.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/21/13	TRACHTMAN, JEFFREY S.	Edit sections of post-trial confirmation brief re: intercompany claims and JSN objections (4.0); correspond with D. Blabey, D. Eggermann, A. Dove re: briefing (1.1); review brief sections (.6).	5.70	5,272.50
11/21/13	DOVE, ANDREW	Correspond w/ S. Zide and D. Mannal re FHFA issues (.7). Confer w/ D. Mannal re same (.5) and attend call w/ D. Fliman of Kasowitz re: same (.5). Draft follow-up proposal to D. Fliman per same (.6). Confer w/ Y. Chernyak re transaction document analysis per post trial briefing (2.5).	4.80	3,144.00
11/21/13	SHARRET, JENNIFER	Review modifications to Plan re: regulatory issues.	0.40	278.00
11/21/13	CHASS, MARK	Review JSN supp objection to confirmation	0.50	387.50
11/21/13	SHIFER, JOSEPH A	Confs with D. Harris, N. Lebioda, J. Donnell, N. Ornstein, and J. Bernbrock re WFBNA stipulation (.8), revisions to same (.8), follow up emails with J. Donnell, N. Lebioda, L. Marinuzzi, D. Harris, J. Donnell, N. Ornstein, and J. Bernbrock re same (1.0); speak with S. Zide and R. Ringer re: risk assumption on JSN trial (.4).	3.00	2,085.00
11/21/13	RINGER, RACHAEL L	Revise confirmation order and Plan (.7), begin drafting Plan re: potential settlement with JSNs (.7), discussion with S. Zide re: PPI and Plan revisions for potential settlement with the JSNs (.5), further revise plan re: same (.8); TCF D. Mannal, S. Zide, B. O'Neill re: appeal issues (.3).	3.00	1,680.00
11/21/13	MANNAL, DOUGLAS	Revise Wells cross (.6); office conference with T. Foudy re: same (.5); review FHFA stipulation (.4); office conference with A. Dove re: same (.2); TCF w/ counsel for FHFA re: same (.7); call with B. O'Neill, S. Zide and R. Ringer re: appeal (.3).	2.70	2,227.50
11/21/13	HOROWITZ, GREGORY A.	Confer with K. Eckstein, S. Zide re Bingham and Wells Fargo issues (.8); confer with C. Kerr re same (.4)	1.20	1,074.00
11/22/13	KAUFMAN, PHILIP	Correspondence with K. Eckstein, D. Mannal, S. Zide, B. O'Neill and Debtors' counsel re: preparation for confirmation hearing (2.6).	2.60	2,444.00
11/22/13	SIMON, NORMAN	Meeting with K. Denk re: post-petition briefing (.4); prepare for same (.3).	0.70	577.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/22/13	DENK, KURT M	Emails with K. Eckstein, P. Bentley, B. O'Neill, N. Simon, J. Trachtman, D. Blabey, D. Eggermann, R. Ringer, N. Hamerman; and MoFo / Kirkland teams re Phase II / Confirmation hearing status (.8). Correspond with N. Hamerman re: same (.2) and Meet with N. Simon re same (.4); review transcripts and testimony (1) and draft summary relevant to post-trial briefing re same (2.4).	4.80	2,376.00
11/22/13	ZIDE, STEPHEN	Emails with T. Goren, K. Eckstein and K. Drye re fee issues for JSNs (1). Call with J. Dubel, K. Eckstein, D. Mannal, M. Sonkin re JSN issues and follow up emails re same (.5) and prepare for same (.2).	1.70	1,266.50
11/22/13	PERETZ, TUVIA	Research re: treatment of attorney's fees under bankruptcy code (2.6); summarize legal research re: same (2.7).	5.30	2,252.50
11/22/13	GUCCION, MARY K	Research re: JSN claims (1.2); review A. Dove synopsis of commercial reasonableness argument (.1); revise same (.4).	1.70	952.00
11/22/13	ALLARD, NATHANIEL	Review confirmation transcripts to date (1.6); correspond w/ S. Zide, R. Ringer re: documents for confirmation (.5); revise Impac stipulation, correspond w/ J. Shifer re: same (.5).	2.60	1,105.00
11/22/13	BENTLEY, PHILIP	Emails with D. Blabey re: confirmation hearing prep.	0.30	268.50
11/22/13	MAYO, DAVID	Edit brief outline re: appellate issues (0.5).	0.50	212.50
11/22/13	DIENSTAG, ABBE L.	Call with C. Archer, J. Kinnee, S. McCorkle (DTC), J. Horner, K. Jennings (Continental) re: mechanics of getting units to be DTC eligible (0.5); c/w C. Archer re: same (0.2); begin revisions to FHA provisions for LTA (0.5).	1.20	1,050.00
11/22/13	ECKSTEIN, KENNETH H.	Call with MBIA, FGIC, D. Mannal and S. Zide re: potential settlement (.5), prepare for same (.3).	0.80	792.00
11/22/13	BECKER, BRYON	Compile binders for D. Eggermann re post-trial briefs and conclusions of law.	0.40	118.00
11/22/13	EGGERMANN, DANIEL M	Draft post confirmation brief re: JSN objections to confirmation (3.8), review same (1.3); perform legal research re same (2.4)	7.50	5,812.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/22/13	ARCHER, CAROL	Conf call w/DTC, transfer agent, J. Horner, A. Dienstag re: Unit Issuances (.5), prepare for same (1.0) and related emails with A. Dienstag re: same (1.5). Emails w/J. Horner, D. Mannal, S. Zide re: wire instructions, related research (.5).	3.50	2,537.50
11/22/13	ZIEGLER, MATTHEW C	Further review D. Mayo research re: appellate issues (2.2); further revisions to appellate issues memo (0.8).	3.00	1,680.00
11/22/13	HAMERMAN, NATAN	Revise proposed conclusions of law (3.0); research relevant documents re: same (.3); review relevant produced and filed documents re: same (.4).	3.70	2,867.50
11/22/13	TRACHTMAN, JEFFREY S.	Edit brief sections re: post-trial briefing for confirmation/ Phase II issues (4.0); correspondence with D. Blabey, D. Eggermann, S. Zide, D. Mannal, K. Eckstein, A. Dove re: post trial briefing (1.8).	5.80	5,365.00
11/22/13	BESSNER, DEBORAH	Organize electronic files for M. Guccion re: post trial brief research (.3); email M. Guccion re: same (.2).	0.50	147.50
11/22/13	DOVE, ANDREW	Confer w/ D. Ziegler re comments to MoFo's proposed findings of fact (.4) and draft follow-up summary of same (.5). Correspond w/ Y. Chernyak re transaction document analysis (.6). Draft (2.6) and revise (1.9) post trial brief section re: same. Confer w/ D. Eggermann re same (.3).	6.30	4,126.50
11/22/13	SHIFER, JOSEPH A	Emails with C. Siegel and S. Zide re estimation issues (.3)	0.30	208.50
11/22/13	RINGER, RACHAEL L	E-mails with D. Blabey re: confirmation post-trial briefing (.2).	0.20	112.00
11/22/13	MANNAL, DOUGLAS	Attend settlement call w/ MBIA, FGIC, K. Eckstein and S. Zide (.5); coordinate briefing schedule w/ MoFo (.3); office conference with D. Flanigan re: Kessler Settlement (.3).	1.10	907.50
11/23/13	DENK, KURT M	Emails with R. Ringer re Phase II / Confirmation hearing status (.2). Call with N. Hamerman re post-trial briefing (.2); review transcripts and testimony from confirmation hearing (3.0) and draft summary of same (3.8).	7.20	3,564.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/23/13	EGGERMANN, DANIEL M	Draft post trial brief re: JSN liens and claims (4.0); perform legal research re same (3.0); revise post trial brief (1.0).	8.00	6,200.00
11/23/13	ZIDE, STEPHEN	Emails with K. Handley and J. Shifer re Syncora settlement (.2). Email with C. Archer re closing issues (.1). Review transcript from 11/22 confirmation hearing (.3). Email with A. Dove re intercompany claims (.1). Emails with D. Blabey and D. Eggermann re post trial briefing (.1).	0.80	596.00
11/23/13	PERETZ, TUVIA	Research re: treatment of contractual attorney's fees under bankruptcy code.	1.50	637.50
11/23/13	GUCCION, MARY K	Research commercial reasonableness standard.	0.90	504.00
11/23/13	ALLARD, NATHANIEL	Correspond w/ D. Blabey, R. Ringer re: confirmation transcripts (.2); correspond w/ J. Shifer, S. Zide re: Syncora stipulation (.1).	0.30	127.50
11/23/13	KAUFMAN, PHILIP	Analysis of trial transcripts (3.1) and exhibits (2.2), and prepare for continued trial (1.4); emails with S. Zide, B. O'Neill and Debtors' counsel re: trial evidentiary issues (.9).	7.60	7,144.00
11/23/13	TRACHTMAN, JEFFREY S.	Edit post trial brief sections re: JSN liens (3.2); emails re: briefing with D. Blabey, D. Eggermann, A. Dove (1.1).	4.30	3,977.50
11/23/13	DOVE, ANDREW	Correspond w/ D. Blabey re intercompany balance issues per post-trial briefing (.3). Draft section of brief re same (3.4), revise same (1.0).	4.70	3,078.50
11/24/13	EGGERMANN, DANIEL M	Draft post trial brief re: JSN liens (3.9); perform legal research re same (2.9); review of same (1.8); call w/Mofo, Curtis and KL re same (.4)	9.00	6,975.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/24/13	ZIDE, STEPHEN	Call with MoFo, D. Mannal and J. Shifer re claims reserves (.5); follow up call with D. Mannal and J. Shifer re same (.5); review draft motion (.2). Revise update to UCC re confirmation hearings (.2); follow up emails with R. Ringer, P. Kaufman, B. O'Neill and D. Mannal re same (.1). Review letter re Renzi preclusion issue (.2); review direct and expert report on same (.2); call with D. Mannal re same (.1); calls with Mofo re same (.4); Call with D. Mannal and Mofo re hearing preparation and post-trial briefing (.5). Call with Mofo, D. Mannal and J. Shifer re Impac (.5); review revised stip and email J. Shifer re same (.2). Email with T. Goren and K. Eckstein re JSN fee issue and review G. Uzzi email re same (.3). Emails with D. Eggermann re post trial briefing (.2).	4.10	3,054.50
11/24/13	DENK, KURT M	Emails with N. Simon and R. Ringer re Phase II / Confirmation hearing status (.3).` Review Phase II / Confirmation hearing transcripts and testimony (4), perform legal research (1), and draft post-trial briefing memo relevant to same (2.6).	7.90	3,910.50
11/24/13	HAMERMAN, NATAN	Draft Revenue Misallocation portion of brief.	2.00	1,550.00
11/24/13	HAMERMAN, NATAN	Draft MSR Swap portion of post-trial brief.	2.00	1,550.00
11/24/13	HAMERMAN, NATAN	Draft Tax Allocation portion of post- trial brief.	2.00	1,550.00
11/24/13	GUCCION, MARY K	Conf. w/ Y. Chernyak re commercial reasonableness issue (.2); research same (2.7); revise post-confirmation hearing brief accordingly (1.0).	3.90	2,184.00
11/24/13	ALLARD, NATHANIEL	Review confirmation transcripts (1.2), correspond w/ S. Zide, R. Ringer re: same (.2); correspond w/ S. Zide re: caselaw for letter brief re: Renzi confirmation testimony and preparation for confirmation hearing (.5).	1.90	807.50
11/24/13	SIMON, NORMAN	Correspondence with C. Kerr, P. Kaufman, G. Horowitz re: confirmation issues (.3); Correspondence with K. Denk, N. Hamerman and review of draft excerpt on AFI for post hearing brief. (.5).	0.80	660.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/24/13	MAYO, DAVID	Research appellate issues re: confirmation (2.4); draft summary of appellate issue research (1.1).	3.50	1,487.50
11/24/13	ECKSTEIN, KENNETH H.	Call with M. Sonkin, T. Coleman re: settlement issues (.8); call with J. Brodsky re: same (1.2); call J. Peck re: same (.6); call with T. Coleman re: same (.4); review settlement issues (.8)	3.80	3,762.00
11/24/13	DIENSTAG, ABBE L.	Continue revisions to FHA rider (2.0); review of LTA provisions, other source material re: same (0.5); email with D. Bent with comments re: same (0.1).	2.60	2,275.00
11/24/13	KAUFMAN, PHILIP	Edit report to committee re: trial proceedings (1.6); emails with B. O'Neill, D. Mannal, S. Zide and R. Ringer re: trial issues and analysis (1.2); review draft letter to Court re: Renzi testimony (.7).	3.50	3,290.00
11/24/13	TRACHTMAN, JEFFREY S.	Edit sections re: post-trial brief re: releases (3.4); emails re: same with D. Blabey, D. Eggermann, A. Dove, G. Horowitz, P. Kaufman (1.4), continue revising sections of post-trial brief (1.5)	6.30	5,827.50
11/24/13	DOVE, ANDREW	Correspond w/ D. Mannal re confirmation hearing prep (.8). Correspond w/ K&E re Wells Fargo objection (.4). Confer w/ T. Foudy of Curtis re same (.7) and review correspondence with T. Foudy re follow-up (.4). Correspond w/ D. Blabey re scope of post-trial briefing (.5). Revise (2.2) and comment (.9) on post-trial brief.	5.90	3,864.50
11/24/13	MANNAL, DOUGLAS	Prep for (.4) and attend (1.1) conference call with MoFo on briefing schedule; revise email to JSNs re: same (.3); prep for hearing on FHFA and NCUAB settlement (.9).	2.70	2,227.50
11/25/13	ZIEGLER, MATTHEW C	Research case law re: standards for appellate review (1.5); further revise appellate issues memo (1.0).	2.50	1,400.00
11/25/13	SIMON, NORMAN	Revise post hearing brief re: AFI issues (3.5); Correspond with K. Eckstein, S. Zide, R. Ringer, G. Horowitz, J. Trachtman re: same (1.8); Correspondence with K. Denk, C. Kerr, G. Horowitz, S. Zide re: post-trial issues (.2); continue revising post-trial brief (1.2).	6.70	5,527.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/25/13	ZIDE, STEPHEN	Correspond with R. Ringer re plan revisions for potential JSN resolution (1.5). follow up correspondence on next steps with negotiations with K. Eckstein and D. Mannal (1.5). Correspond with Moelis on JSN settlement options (1.2); speak with D. Mannal, K. Eckstein and R. Ringer re same (.4). Emails with Mofo re JSN exhibits (.3). Revise letter response to Renzi preclusion (.4) and emails with Mofo and C. Siegel re same (.2). Call with K. Handley re confirmation status (.4).	5.90	4,395.50
11/25/13	O'NEILL, P. BRADLEY	Review letter re: Renzi testimony (.3); review JSN letter re: Renzi (.2); review exhibit list (.8); review new exhibit (.4); Call with C. Kerr re: same (.2); organize files re: same (1.5).	3.40	2,805.00
11/25/13	SHIFER, JOSEPH A	Confs with D. Mannal re plan execution issues (.2), emails with V. Murrell re confirmation status (.2)	0.40	278.00
11/25/13	LUTGENS, CHRISTINE	Review documents re plans for trust employees (.5). Call with D. Mannal re: LT benefits package (.4); correspond with D. Mannal re: same (1.5); follow up emails with D. Mannal re: same (.1).	2.50	2,437.50
11/25/13	PERETZ, TUVIA	Research re: JSN legal fees issues (4.1); continue drafting summary of research re: same (4.1).	8.20	3,485.00
11/25/13	BESSONETTE, JOHN	Review materials and open items in advance of bi-weekly emergence call with KL internal team, FTI, MoFo(.7); bi-weekly conference call with same re: same (2.5); follow up emails with A. Dienstag, C. Archer re LTA, confirmation issues (.7).	3.90	3,217.50
11/25/13	ALLARD, NATHANIEL	Review confirmation hearing transcripts (1.2), correspond w/ S. Zide re: same (.3).	1.50	637.50
11/25/13	DENK, KURT M	Emails with R. Ringer and N. Simon re Phase II / Confirmation hearing status (.5); correspondence with N. Simon & N. Hamerman re same (1). Review Phase II / Confirmation hearing transcripts (2.2) and testimony (1.8), perform legal research re: same (1.5), and draft post-trial briefing relevant to same re: settlement with AFI (3.8).	10.80	5,346.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/25/13	DIENSTAG, ABBE L.	Prepare for (.3) and confer with D. Mannal re: transfer of benefits and plans to LT (0.2); emails with C. Lutgens, D. Mannal re: same (0.2).	0.70	612.50
11/25/13	KAUFMAN, PHILIP	Review decision and order re: motion to strike Renzi testimony (.3); review trial transcripts (3.6); conferences with K. Eckstein, B. O'Neill and S. Zide re: legal and factual issues for post-trial brief (1.8).	5.70	5,358.00
11/25/13	EGGERMANN, DANIEL M	Perform legal research in connection w/preparation of post-trial briefing on JSN confirmation issues	4.70	3,642.50
11/25/13	ARCHER, CAROL	Attend portions of Plan Execution Update conference call (1.0), related preparation (.6) and emails w/J. Bessonette (.5). Review of and email to R. Ringer relating to Post-Effective date Work Plan (.5).	2.60	1,885.00
11/25/13	BENTLEY, PHILIP	Review UMB's statement and other docs re Wells Fargo's confirmation objection (0.7); review confirmation hearing transcript (0.5)	1.20	1,074.00
11/25/13	GUCCION, MARY K	Cite-check letter brief re expert testimony (.4) and e-mails w/ C. Siegel re same (.3).	0.70	392.00
11/25/13	HOROWITZ, GREGORY A.	Conference w/ K. Eckstein and J. Trachtman re post-hearing briefing (1.3)	1.30	1,163.50
11/25/13	HAMERMAN, NATAN	Revise proposed conclusions of law for confirmation (4.0); confer with debtors' counsel re proposed findings of fact (.4).	4.40	3,410.00
11/25/13	TRACHTMAN, JEFFREY S.	Review trial materials and cases (2.0); edit brief sections re: releases (4.0); meet with K. Eckstein and G. Horowitz re: findings of fact and confirmation issues (1.4); correspondence with D. Eggermann, D. Blabey, G. Horowitz, R. Ringer re: post-trial submissions and schedules (1.4).	8.80	8,140.00
11/25/13	ECKSTEIN, KENNETH H.	Correspond with P. Kaufman, B. O'Neill, J. Trachtman re: post trial briefing (1.8); discussions with Judge Peck, M. Sonkin, Coleman, J. Dubel, G. Uzzi, T. Walper re: potential JSN settlement (3.1); meet w/ J. Trachtman and G. Horowitz re: findings of fact and confirmation issues (1.4); correspond with D. Mannal, S. Zide re Effective date issues (.8); speak with R. Ringer, S. Zide, D. Mannal re: JSN settlement options (.4).	7.50	7,425.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/25/13	DOVE, ANDREW	Draft sections of post-trial brief re: intercompany claims (4.0); review same (2.8); Perform additional legal research re same (4.1).	10.90	7,139.50
11/25/13	RINGER, RACHAEL L	Revise draft plan (.8), e-mails with B. Herzog and T. Goren re: same (.3), revise work plan re: same (.6), e-mails with D. Mannal and K. Eckstein re: same (.3) e-mails with S. Zide re: plan changes (.4); speak with K. Eckstein, D. Mannal and S. Zide re: JSN settlement options (.4).	2.80	1,568.00
11/25/13	MANNAL, DOUGLAS	Call with C. Lutgens re: LT benefits package (.4); TCF with company re: transition from Debtors to Liquidation Trust (2.2); TCF with company and J. Brodsky re: benefits for LT employees (1.5); revise Moelis claims presentation re: JSNs (.6); speak with K. Eckstein, S. Zide, R. Ringer re: JSN settlement options (.4).	5.10	4,207.50
11/26/13	GRIBBON, SARA B	Review issues for post-trial briefing and closing arguments (.4)	0.40	170.00
11/26/13	DENK, KURT M	Review post-Phase II / Confirmation hearing status issues and workflows (.8); correspond with N. Simon & N. Hamerman re same (.4). Review Phase II / Confirmation hearing transcripts and testimony (1.7), and draft post-trial briefing memo relevant to same (3.9).	6.80	3,366.00
11/26/13	O'NEILL, P. BRADLEY	Review JSN exhibits (2.7); TCF Debtors re: same (.3); Correspond with N. Simon, K. Denk re: AFI exhibits (.3); draft email to same re: same (.1); TCF with Milbank re: exhibits (.3); TC with D. Donovan re: same (.2).	3.90	3,217.50
11/26/13	KOCH, SAM	Perform legal research re: phase II evidentiary issues.	3.40	1,445.00
11/26/13	ZIDE, STEPHEN	Emails and calls with S. Shelly re confirmation litigation questions (.4). Revise (2.4) and comment on (1.9) post-trial brief; speak with D. Blabey and D. Eggermann re briefing points and issues (.4). Call with Mofo re open items prior to meet and confer with JSNs (.5); participate in meet and confer with Milbank on post-trial issues (.5). Speak with R. Ringer re JSN plan issues (.2); meet with D. Mannal and K. Eckstein re: Phase II briefing (.8).	7.10	5,289.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/26/13	ZIDE, STEPHEN	Call with S. Martin re indemnifies for JSNs and reserve motion (.3)	0.30	223.50
11/26/13	EGGERMANN, DANIEL M	Perform legal research re appeal issues (2.3); legal research re confirmation issues (3.1); draft post-trial brief (2.2); continue drafting post-trial brief (2.2); Attend meeting w/ K. Eckstein J. Trachtman, A. Dove, and D. Blabey re post-trial brief (1.5).	11.30	8,757.50
11/26/13	ALLARD, NATHANIEL	Review HP stipulation (.7), correspond w/ D. Bessner re: same (.2); Correspond w/ S. Zide re: Impac stipulation (.1); correspond w/ D. Blabey re: confirmation witness declarations (.1); correspond w/ S. Koch re: confirmation exhibits (.2). Review confirmation hearing transcripts (.7) and review prior transcripts in case (.7).	2.70	1,147.50
11/26/13	ARCHER, CAROL	Revise Liquidating Trust Agreement (3.1), related meetings w/A. Dienstag, A. Traum (.5). Conf w/ J. Horner re: matters relating to liquidation (1.0), draft summary of DTC meeting (1.3), requests for wire instructions (.5), correspond w/R. Ringer, S. Zide, J. Bessonette re: same (1.2). Emails w/potential FHA qualified co-trustees (.5).	8.10	5,872.50
11/26/13	SIMON, NORMAN	Revise post trial brief re: AFI claims and issues re: releases (2.5); Confer with K. Denk, N. Hamerman re: same (.6); Review of JSN evidentiary proffers (.3); Calls with J. Brown, B. O' Neill re: evidentiary objections (.4).	3.80	3,135.00
11/26/13	PERETZ, TUVIA	Research re: JSN fees under bankruptcy code.	0.70	297.50
11/26/13	KOCH, SAM	Confer with N. Hamerman re research assignment re phase 2 litigation on evidentiary issues.	0.10	42.50
11/26/13	MAYO, DAVID	Research appellate issues re: confirmation (3.8); continue research of same (3.5); draft summary of research results (1.8); meet with D. Eggermann re: appellate issues (0.2).	9.30	3,952.50
11/26/13	KAUFMAN, PHILIP	Review trial transcripts (3.0) and outlining of key testimony for post-trial briefing (2.8); emails with Debtors' counsel and JSNs' counsel re: evidentiary issues (.6).	6.40	6,016.00
11/26/13	BESSONETTE, JOHN	Numerous correspondence re outstanding items for closing/effective date with estate team, A. Dienstag, C. Archer (3.8).	3.80	3,135.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/26/13	DIENSTAG, ABBE L.	T/c with D. Mannal, J. Brodsky, T. Hamzehpour, J. Horner re: transfer of benefits (0.7); c/w C. Archer re: liquidating trust agreement revisions (0.2); call J. Brodsky, J. Dubel re: conversion to statutory trust (0.3); c/w R. Ringer re: modifications to the confirmation order (0.1); correspond w/ C. Archer re: mark-up of LTA (0.2); draft riders for same (0.1); correspond with D. Mannal, C. Archer re: revisions to cooperation agreement (0.1); email J. Brodsky re: selection of Delaware/FHA trustee (0.2); call with D. Mannal re: plan reserves (.3).	2.20	1,925.00
11/26/13	HAMERMAN, NATAN	Edit proposed conclusions of law (2.0); confer with K. Denk, S. Koch, N. Simon and P. Farber re assignments for post-trial briefing (2.0); review proposed findings of fact (1.3).	5.30	4,107.50
11/26/13	TRACHTMAN, JEFFREY S.	Edit post-trial brief sections re: JSN remaining plan objections (4.8); Prepare for (.3) and meet with K. Eckstein, A. Dove, D. Eggermann, D. Blabey re: briefing and preliminary statement themes (1.5); Correspond with same re: briefing (.8).	7.40	6,845.00
11/26/13	FREJKA, ELISE S	Call with C. Archer regarding cooperation and access agreement (.2); follow up email to D. Mannal regarding same (.1).	0.30	235.50
11/26/13	DOVE, ANDREW	Attend meeting w/ K. Eckstein J. Trachtman, D. Eggermann, and D. Blabey re post-trial brief (1.5). Draft section of post-trial brief re breach of contract claims (3.3). Revise section of brief on transaction documents (4.8) and confer w/ D. Blabey re same (.6).	10.20	6,681.00
11/26/13	CHASS, MARK	Review confirmation hearing transcript (.5) and analysis of same (.3).	0.80	620.00
11/26/13	SHIFER, JOSEPH A	Emails with M. Rothchild re assumption schedule (.4)	0.40	278.00
11/26/13	MANNAL, DOUGLAS	TCF w/ J. Brodsky, A. Dienstag, T. Hamzehpour, J. Horner re: benefits for LT employees (.7); perform research re: same (.8); TCF w/ MoFo re: plan confirmation exhibits (.8); TCF with A. Dienstag re: plan reserves (.3); office conference with K. Eckstein and S. Zide re: Phase II briefing issues (.8); draft issues list for LT (.9).	4.30	3,547.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/26/13	ECKSTEIN, KENNETH H.	Discussion w/ J. Peck, T. Coleman, G. Uzzi re: settlement (1.0); revise full draft of post-trial brief (4.0); meet with D. Mannal and S. Zide re: Phase II briefing (.8). Attend meeting w/ A. Dove, J. Trachtman, D. Eggermann, and D. Blabey re post-trial brief (1.5); further revise post-trial brief (2.2).	9.50	9,405.00
11/26/13	BLABEY, DAVID E	Discuss post-trial brief with K. Eckstein, J. Trachtman, D. Eggermann, A. Dove (1.5).	1.50	1,117.50
11/27/13	SIKES, ALISON	Create hearing transcript binders.	0.40	122.00
11/27/13	KOCH, SAM	Conduct research re phase 2 litigation open issues for post-trial brief (3); Draft summary of same (1.1).	4.10	1,742.50
11/27/13	KOCH, SAM	Correspond w N. Hamerman re phase 2 litigation.	0.30	127.50
11/27/13	KOCH, SAM	Emails w A. Sikes re research project for phase 2 litigation.	0.30	127.50
11/27/13	ARCHER, CAROL	Review matters relating to FHA Qualified Trustee (.7), emails w/ banks re: proposals (.4), email to J. Brodsky (.3). Meeting w/A. Traum re: Board Protocols (.5). Review Cooperation Agreement, related email to J. Bessonette, A. Dienstag, E. Frejka (.5).	2.40	1,740.00
11/27/13	DENK, KURT M	Review re post-Phase II/ Confirmation hearing status issues and workflows (.3); emails with N. Simon re same (.2).	0.50	247.50
11/27/13	MAYO, DAVID	Research appellate issues re confirmation (3.1); draft summary of research results (1.9).	5.00	2,125.00
11/27/13	BENTLEY, PHILIP	Review pleadings re confirmation issues.	0.30	268.50
11/27/13	GRIBBON, SARA B	Review modified version of Plan (.6).	0.60	255.00
11/27/13	KAUFMAN, PHILIP	Emails with D. Mannal, B. O'Neill and R. Ringer re: proposed settlement.	0.80	752.00
11/27/13	BESSONETTE, JOHN	Review broker information related to sale of non-governmental loans and proposed engagement letter re same (.4); emails re revisions to engagement with group (.8).	1.20	990.00
11/27/13	DIENSTAG, ABBE L.	T/c with C. Archer, B. McGinley of US Bank to discuss role of FHA Trustee (0.2); comment on broker proposal for disposition of small loan (1.0).	1.20	1,050.00
11/27/13	SIMON, NORMAN	Review Curtis draft findings of fact (.6).	0.60	495.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/27/13	HAMERMAN, NATAN	Review proposed findings of fact (1.5); Review proposed conclusions of law (1.8).	3.30	2,557.50
11/27/13	TRACHTMAN, JEFFREY S.	Edit post-trial brief (3.8); correspondence re: same and settlement with K. Eckstein, D. Eggermann, D. Blabey, A. Dove, R. Ringer, D. Mannal (2.3).	6.10	5,642.50
11/27/13	RINGER, RACHAEL L	E-mail to Consenting Claimants re: plan/JSN settlement (.2), further revise Plan re: same (.4), discussions with D. Mannal and K. Eckstein re: same (1.1), follow up discussions with K. Eckstein, re: JSN settlement (1.4), call with Judge Glenn re: same (.4), discussions with D. Mannal, K. Eckstein, S. Zide and D. Eggermann re: revised Plan (.8), revise plan (.5), further revise plan (.8), draft e-mail to Committee re: call with Judge, discuss same with K. Eckstein (.3), draft e-mail to JSNs re: revised Plan (.4), revise same, e-mails with D. Mannal, K. Eckstein and S. Zide re: same (.6), e-mails to JSNs, Consenting Claimants, and Kirkland re: revised Plan to reflect JSN settlement (1.3), call with D. Mannal re: same (.1)	8.30	4,648.00
11/27/13	EGGERMANN, DANIEL M	Perform legal research in connection with post trial briefing (2.8); Conference w/ K. Eckstein, S. Zide, D. Mannal and R. Ringer re: JSN settlement (.8); call w/Ct re scheduling (.5); review plan revisions (.5)	4.60	3,565.00
11/27/13	FREJKA, ELISE S	Comment on borrower section of revised plan.	0.90	706.50
11/27/13	DOVE, ANDREW	Review transaction documents re comments to post-trial brief (.6) and correspond w/ D. Blabey re same (.4). Comment on revised post-trial brief re: same (.9). Attend call w/ T. Foudy re Wells Fargo objection to plan (.5). Confer w/ J. Bernbrock of K&E re intercreditor issues (.8).	3.20	2,096.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/27/13	MANNAL, DOUGLAS	TCF w/ counsel for JSNs re: settlement of JSN objection to plan (.8); review plan modifications (1.6); TCF w/ S. Zide and R. Ringer re: same (.8); prep for (.4) and attend conference call w/ J. Glenn re: same (.4); emails w/ K. Eckstein and R. Ringer re: disclosure of settlement (.5); call with K. Eckstein, S. Zide and R. Ringer re: JSN settlement (.5).	5.00	4,125.00
11/27/13	ECKSTEIN, KENNETH H.	Correspond w/ JSN Counsel, debtor re: settlement (1), continue revising findings of fact and post-trial brief (.8).	1.80	1,782.00
11/27/13	ZIDE, STEPHEN	Call with K. Eckstein, D. Mannal and R. Ringer re potential JSN settlement (.5); revise plan to reflect settlement (1.3); calls with R. Ringer, D. Mannal re same (.8); call with K. Eckstein, R. Ringer, D. Mannal and D. Eggermann re: JSN settlement (.8); Email with J. Shifer re DCR motion (.2).	3.60	2,682.00
11/27/13	ECKSTEIN, KENNETH H.	Discussion of settlement with JSNs (1.8), revise term sheet re: same (3.5); call with D. Mannal, R. Ringer, S. Zide and D. Eggermann re: JSN settlement (.8); discussion with R. Ringer re: revised plan (1); call with S. Zide, D. Mannal, R. Ringer re: JSN Settlement (.5).	7.60	7,524.00
11/29/13	EGGERMANN, DANIEL M	Draft press release of JSN deal re: plan confirmation.	1.00	775.00
11/29/13	SIMON, NORMAN	Correspond with T. Goren, C. Kerr, D. Mannal, D. Eggermann re: proposed findings of fact.	0.30	247.50
11/29/13	RINGER, RACHAEL L	Review disclosure re: JSN settlement, e-mails to D. Eggermann re: same (.2), revise settlement term sheet, further revise same (.5), e-mails with K. Eckstein, D. Mannal and D. Eggermann re: settlement term sheet and disclosure (.5), e-mail to JSNs re: same (.2), e-mails with D. O'Donnell re: Plan (.2), review JSN comments to chapter 11 plan (.3)	1.90	1,064.00
11/29/13	MANNAL, DOUGLAS	Revise press release re: JSN settlement (.2).	0.20	165.00
11/29/13	ECKSTEIN, KENNETH H.	Review draft plan amendments (1.1); revise plan amendments (1.4); review findings of fact (1)	3.50	3,465.00
11/29/13	ZIDE, STEPHEN	Review JSN settlement terms (.4); emails with D. Eggermann re press release (.4).	0.80	596.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/30/13	EGGERMANN, DANIEL M	Review (2.4) and comment (2.6) on confirmation findings of fact; continue review of same (1.6); emails with S. Zide re: same (.4).	7.00	5,425.00
11/30/13	DENK, KURT M	Review emails with N. Hamerman re post-Phase II / Confirmation hearing status issues and workflows (.2); emails with N. Simon re same (.1).	0.30	148.50
11/30/13	KAUFMAN, PHILIP	Review draft of proposed findings of fact (1.4); emails with Debtors' counsel re: same (.2).	1.60	1,504.00
11/30/13	RINGER, RACHAEL L	Discussion with S. Zide re: JSN Plan comment (.4), numerous revisions to same (2.3), e-mails with D. Mannal, JSNs, K. Eckstein and S. Zide re: same (.5)	3.20	1,792.00
11/30/13	MANNAL, DOUGLAS	Review revised POR to reflect JSN comments (.4); email proposed changes to R. Ringer re: same (.2); email with J. Brodsky and K. Eckstein re: effective date (.3); email to MoFo re: findings of fact for confirmation hearing (.2).	1.10	907.50
11/30/13	ZIDE, STEPHEN	Review JSN plan comments (.6); call with R. Ringer re same (.4); review revised plan (.2); follow up emails with K. Eckstein, D. Mannal and R. Ringer (.3); emails with D. Mannal re call with JSNs re plan comments (.1). Emails with K. Eckstein and R. Ringer re post emergence lawsuits (.2).	<u>1.80</u>	<u>1,341.00</u>
TOTAL			<u>3,375.40</u>	<u>\$2,373,402.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

February 26, 2014
Invoice No. 641376

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	28.40	28,116.00
TRACHTMAN, JEFFREY S.	PARTNER	5.50	5,087.50
BENTLEY, PHILIP	PARTNER	1.30	1,163.50
SIMON, NORMAN	PARTNER	2.00	1,650.00
O'NEILL, P. BRADLEY	PARTNER	6.20	5,115.00
KAUFMAN, PHILIP	PARTNER	1.20	1,128.00
HERZOG, BARRY	PARTNER	1.00	895.00
MANNAL, DOUGLAS	PARTNER	2.00	1,650.00
HOROWITZ, GREGORY A.	PARTNER	80.20	71,779.00
ZIDE, STEPHEN	ASSOCIATE	42.80	31,886.00
CHASS, MARK	ASSOCIATE	13.20	10,230.00
HAMERMAN, NATAN	ASSOCIATE	51.00	39,525.00
GOODMAN, ALISSA R.	ASSOCIATE	85.30	60,563.00
SIEGEL, CRAIG L	ASSOCIATE	107.50	83,312.50
FARBER, PEGGY	ASSOCIATE	97.50	72,637.50
EGGERMANN, DANIEL M	ASSOCIATE	0.60	465.00
SHIFER, JOSEPH A	ASSOCIATE	3.00	2,085.00
FOLEY, NICOLE	ASSOCIATE	12.60	8,253.00
BLABEY, DAVID E	ASSOCIATE	162.90	121,360.50
CHERNYAK, YEKATERINA	ASSOCIATE	89.70	63,687.00
ZIEGLER, MATTHEW C	ASSOCIATE	3.60	2,016.00
RINGER, RACHAEL L	ASSOCIATE	8.80	4,928.00
MILLER, ASHLEY S	ASSOCIATE	36.60	22,326.00
LINTZ, EDWARD M	ASSOCIATE	12.90	6,385.50
KAUP, ANASTASIA N	ASSOCIATE	66.00	32,670.00
GUCCION, MARY K	ASSOCIATE	4.60	2,576.00
ALLARD, NATHANIEL	ASSOCIATE	13.00	5,525.00
GRIBBON, SARA B	ASSOCIATE	40.40	17,170.00
SCHMIDT, SHAI	ASSOCIATE	20.50	11,480.00
DOVE, ANDREW	ASSOCIATE	1.00	655.00
MAYO, DAVID	ASSOCIATE	13.90	5,907.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)February 26, 2014
Invoice No. 641376

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
PERETZ, TUVIA	ASSOCIATE	3.30	1,402.50
CIPOLLA, SANTO A.	PARALEGAL	5.50	1,677.50
CHOUPROUTA, ANDREA	PARALEGAL	3.50	1,120.00
SIKES, ALISON	PARALEGAL	42.00	12,810.00
PHILLIP, RENEE	PARALEGAL	27.00	8,235.00
BECKER, BRYON	PARALEGAL	2.00	590.00
BESSNER, DEBORAH	PARALEGAL	<u>7.90</u>	<u>2,330.50</u>
TOTAL		<u>1,106.40</u>	<u>\$750,393.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/13	GRIBBON, SARA B	Review draft post-trial brief for JSN Phase I trial (4); correspond with A. Kaup, S. Schmidt re same (.3); perform additional legal research (1) and cite check re same (.9), further review same (1.1).	7.30	3,102.50
11/01/13	LINTZ, EDWARD M	Fact check (3) and cite check (2.2) Findings of Fact for JSN Phase I; Cross reference Brief with Findings of Fact (1.9)	7.10	3,514.50
11/01/13	KAUP, ANASTASIA N	Review (3.9) and revise (3.2) post-trial brief and findings of fact re: cite checking and fact checking; correspondence w/ C. Siegel, D. Blabey, P. Farber, N. Hamerman, Y. Chernyak, S. Gribbon, E. Lintz, S. Schmidt re: same (1.4); further review findings of fact (1.1).	9.60	4,752.00
11/01/13	CHOUPROUTA, ANDREA	Incorporate final edits to post trial brief (.3) and findings of facts (.2); file and coordinate service of same. (.5).	1.00	320.00
11/01/13	BLABEY, DAVID E	Extensive review (4) and edit the proposed findings of fact (2.5) and discussions with Y. Chernyak re same (1); finalize filing of findings and post-trial brief (1); call with G. Horowitz and Y. Chernyak re: findings of fact (.5).	9.00	6,705.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/13	ZIDE, STEPHEN	Email with D. Blabey re phase I memo of law (.2).	0.20	149.00
11/01/13	SIEGEL, CRAIG L	Research (1.7), draft (2.0) and finalize (2.0) all sections of post-trial brief; research (1.9), draft (1.9) and finalize (3.0) plaintiffs' Findings of Fact for JSN Phase I of JSN trial.	12.50	9,687.50
11/01/13	SCHMIDT, SHAI	Cite check (3.5) and proofread (1.5) post-trial brief; correspond w/ S. Gribbon, A. Kaup re same (3); fact check (2.2) and proofread (.8) proposed findings of fact; correspondence w/ S. Gribbon, A. Kaup re same (1).	12.00	6,720.00
11/01/13	HAMERMAN, NATAN	Review proposed findings of fact (2.3) and revise same (3.7); review post trial brief (3.0) and revise same (3.0).	12.00	9,300.00
11/01/13	BESSNER, DEBORAH	Assist with filing of the proposed findings of fact and post-trial brief.	1.20	354.00
11/01/13	BESSNER, DEBORAH	Circulate recently filed pleadings of the defendants proposed findings of fact and post-trial briefs (.3), and create binders re same (.4); circulate information regarding depositions to B. O'Neill and P. Bentley (.3).	1.00	295.00
11/01/13	BENTLEY, PHILIP	Review JSN's post-trial brief and proposed findings.	0.50	447.50
11/01/13	HOROWITZ, GREGORY A.	Edit findings of fact (1.3) and post-trial brief (1.2); call with Y. Chernyak, D. Blabey re same (.5); review related case law (1), e-mail D. Blabey re same (.5); finalize submissions for filing in Phase I(1.0); review of JSN submissions (2.0).	7.50	6,712.50
11/01/13	FARBER, PEGGY	Coordinate review of findings of fact (.3); coordinate review of docket citations (.3); cite-check section of findings of fact (4); review edits to findings of fact (2.6), further cite check finding of fact (1.9).	9.10	6,779.50
11/01/13	BECKER, BRYON	Compile and organize relevant precedent cited in post-trial briefing.	0.40	118.00
11/01/13	SIKES, ALISON	Assist C. Siegel and D. Blabey with finalizing Findings of Fact (2.5) and Post-Trial brief filing (2.5) Create findings of fact and post-trial brief binders for G. Horowitz, C. Siegel, and N. Hamerman (1.2) Create hyperlinks for Judge Glenn's copies of findings of fact (2.4) and post-trial brief (2.2)	10.80	3,294.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/13	GOODMAN, ALISSA R.	Review findings of fact.	0.70	497.00
11/01/13	FOLEY, NICOLE	Review JSN's post-trial submissions (2.4).	2.40	1,572.00
11/01/13	CHERNYAK, YEKATERINA	Finalize post trial brief (3) and findings of facts (2.3), review comments to brief and findings of fact (3); finalize definitions for same (4); call with G. Horowitz and D. Blabey re: same (.5); calls with D. Blabey re: same (1).	13.80	9,798.00
11/01/13	CHASS, MARK	Review revised conclusions of law and findings of fact (1.1) and comment (1.5) on same, emails with S. Zide re JSN liens on PATI and ETS assets (.2)	2.80	2,170.00
11/01/13	TRACHTMAN, JEFFREY S.	Review (2.3) and edit (2.2) findings of fact and post-trial brief for JSN Phase I litigation; correspondence with D. Blabey, G. Horowitz, K. Eckstein, MoFo re: filings (1.0)	5.50	5,087.50
11/02/13	HOROWITZ, GREGORY A.	Review (3.0) and analyze (2.5) JSN post trial submissions.	5.50	4,922.50
11/02/13	O'NEILL, P. BRADLEY	Revise PTO for Phase II of JSN litigation (3.0) and check stipulations re: same (.9).	3.90	3,217.50
11/03/13	SIEGEL, CRAIG L	Call w/ G. Horowitz re: oral argument prep (.5); call w/ N. Hamerman re: JSN Findings of Fact checking assignments (.4); analyze JSN post-trial brief and Findings of Fact (2.4); emails w/ US Legal (trial consultant) re closing slide deck and plaintiffs' counsel re fact checking JSN Findings of Fact (.1).	3.40	2,635.00
11/03/13	HAMERMAN, NATAN	Review JSNs proposed findings of fact (3.7); review (3.1) and analyze (2.1) JSNs brief; call with G. Horowitz re: same (.5); confer with C. Siegel re: JSN findings of fact (.4); review JSN team emails re next steps in litigation (.7).	10.50	8,137.50
11/03/13	HOROWITZ, GREGORY A.	Review argument preparation for Phase II trial (3.5); teleconference w/ J. Levitt re: same (.6); teleconference w/ K. Chopra re: same (.8); call with C. Siegel re: same (.5); call w/ N. Hamerman re: JSNs proposed findings of fact (.5).	5.90	5,280.50
11/03/13	BLABEY, DAVID E	Review cases cited in JSN brief (2); emails with D. Eggermann re Phase 2 brief (.2).	2.20	1,639.00
11/03/13	GOODMAN, ALISSA R.	Review JSN post trial submissions.	0.20	142.00
11/03/13	FOLEY, NICOLE	E-mail w/ C.Siegel re: JSN's Findings of Fact (0.1)	0.10	65.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/04/13	KAUP, ANASTASIA N	Review hyperlinked brief for accuracy for Court (1.1); emails w/ D. Blabey, P. Farber, A. Sikes re: hyper-linked brief and FOF for Judge Glenn (.5); emails with w/ B. O'Neill (.1) and N. Hamerman (.1) re: research into evidentiary issues for JSN adversary proceeding.	1.80	891.00
11/04/13	ZIDE, STEPHEN	Speak with K. Eckstein and G. Horowitz re phase 1 closing (1); follow up correspondence with K. Eckstein re adequate protection (1). Review phase 2 contentions (.7), markup same and follow up emails with N. Simon and B. O'Neill re same (.3).	3.00	2,235.00
11/04/13	SHIFER, JOSEPH A	Review JSN post-trial brief re adequate protection (1.4)	1.40	973.00
11/04/13	SCHMIDT, SHAI	Review JSNs' post-trial brief (2.8).	2.80	1,568.00
11/04/13	LINTZ, EDWARD M	Research re: protective order for Examiner Discovery (0.4); research re: depo designations for Phase II deposition (0.2); assist A. Miller with research project involving H5 (0.2); analyze hyper linked version of post-trial brief to correct errata in hyperlinks before submission to court (5).	5.80	2,871.00
11/04/13	ECKSTEIN, KENNETH H.	Review draft pleadings re Phase 2 (.3), speak with G. Horowitz, S. Zide re: Phase I closing (1).	1.30	1,287.00
11/04/13	MILLER, ASHLEY S	Review relevant documents related to J. Dubel in preparation for Phase II depositions/testimony (3.5).	3.50	2,135.00
11/04/13	GUCCION, MARY K	Review impairment memo from M. Chass.	0.80	448.00
11/04/13	CIPOLLA, SANTO A.	Correspond with P. Farber regarding cite checking Findings of Fact (.2); cite check same (4.0); follow-up correspondence with P. Farber regarding proposed changes (.3), further cite-check same (1.0).	5.50	1,677.50
11/04/13	BESSNER, DEBORAH	Create binder for G. Horowitz of the trial transcripts, create binders of the rebuttal expert reports.	0.50	147.50
11/04/13	BESSNER, DEBORAH	Create chart for S. Zide re deposition dates.	0.70	206.50
11/04/13	BESSNER, DEBORAH	Input S. Zide edits into Phase II PTO (.4); correspond with S. Zide re: same (.4).	0.80	236.00
11/04/13	BENTLEY, PHILIP	Review post phase I issues in preparation for Phase II.	0.20	179.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/04/13	SIEGEL, CRAIG L	Analyze JSN brief for Phase II oral argument (.8); emails with plaintiffs' counsel to coordinate fact checking of JSN findings of fact (.2); analyze draft closing statement slide presentation (.1); call M. Moscato re: fact checking and brief (.1); correspond with B. O'Neill re: Phase II trial coordination (.5); meet with G. Horowitz and N. Hamerman re: closing argument outline (2.4); meeting with G. Horowitz, K. Eckstein, D. Blabey & N. Hamerman re: closing arguments and slide presentation (3.0); researched (4.3) and draft (4.0) closing argument PowerPoint presentation on valuation and OID issues; analyze Phase II scheduling order draft (.1).	15.50	12,012.50
11/04/13	HOROWITZ, GREGORY A.	Draft closing argument (2.9); meet with C. Siegel, N. Hamerman re: closing argument outline (2.4); Meet with K. Eckstein, D. Blabey, C. Siegel, N. Hamerman re same and slides presentation (3); call w/ J. Levitt re: same (.4); speak with K. Eckstein and S. Zide re: Phase I closing (1.0). Further draft closing argument (2.2).	11.90	10,650.50
11/04/13	BLABEY, DAVID E	Correspond with B. O'Neill and C. Siegel re Phase II briefing (.7); review and distinguish JSN cases in prep for oral argument (1.2) and correspond with C. Siegel, G. Horowitz, and N. Hamerman re same (.8); continue review JSN cases (4.0); meet with K. Eckstein, G. Horowitz, C. Siegel, N. Hamerman to discuss closing argument (3.0); draft memo re cases cited by JSNs (2), further review of same (3.0).	14.70	10,951.50
11/04/13	FARBER, PEGGY	Further review citations in findings of fact and post-trial brief (3.5), supervise proof-reading of same (1.0), review change re: same (1.3).	5.80	4,321.00
11/04/13	SIKES, ALISON	Compile cases cited in JSNs post-trial brief and findings of fact (2.3). Further assist P. Faber w/ review of findings of fact and post-trial brief (4.3).	6.60	2,013.00
11/04/13	CHERNYAK, YEKATERINA	Provide comments to closing statements for JSN trial in Phase I.	1.20	852.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/04/13	GOODMAN, ALISSA R.	Cite check findings of fact (5.0); speak to S. Zide about findings of fact (.1); speak to C. Siegel about findings of fact (.1); review e-mail from C. Siegel re: same (.7), further cite check of findings of fact (5.9).	11.80	8,378.00
11/04/13	PHILLIP, RENEE	Prepare binders of cases cited in plaintiffs' (3.5) and JSNs' post-trial brief (3.0), perform quality check and make adjustments re: same (3), and create index of documents (1.5). Check links within hyperlinked version of post-trial brief (2).	13.00	3,965.00
11/04/13	HAMERMAN, NATAN	Draft closing outline (2.5), meet with K. Eckstein, G. Horowitz, D. Blabey, and C. Siegel re: same (3.0); revise closing slides (3.0); fact check JSN facts (1.0), attend portion of meeting with C. Siegel and G. Horowitz re: closing outline (1.0)	10.50	8,137.50
11/04/13	FOLEY, NICOLE	Review (3.5) and analysis (4.0) of JSN's Findings of Fact; e-mails w/ C. Siegel, A. Goodman, N. Hamerman and P. Farber re: same (.1); create summary of JSN's findings of fact (1.8).	9.40	6,157.00
11/04/13	CHASS, MARK	Review filed version of findings of fact and post-trial brief (1.4), review JSN and UMB proposed findings of fact (2.6), review post-trial brief (1.2), emails with AlixPartners re findings of fact (.2).	5.40	4,185.00
11/04/13	ECKSTEIN, KENNETH H.	Meet with G. Horowitz, N. Hamerman, D. Blabey, C. Siegel re prep for Phase 1 closing argument (3.0); speak with S. Zide and G. Horowitz re: Phase I closing (1).	4.00	3,960.00
11/05/13	KAUP, ANASTASIA N	Perform legal research to prepare oral argument outline for G. Horowitz (4.0), outline same (1.3); revise outline (2.7) and chart (2.0) re: same; correspondence w/ Y. Chernyak re: same (.9); emails w/ D. Blabey, N. Hamerman re: same (.5).	11.40	5,643.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/05/13	SIEGEL, CRAIG L	Analyze FOF fact check tables (.6); emails with E. Tobin, J. Levitt re: closing slide presentation (.2); research (1.0) and draft (.8) closing argument slides re: effective date valuation issues; research (2.2) and draft (2.0) closing argument slides re: petition date valuation issues; research (1) and draft (1.2) closing argument slides re: Houlihan client presentations; research (2.4) and draft (1.9) closing argument slides re: Houlihan experts; TC E. Tobin re: Levine closing slide and outline (.1); meet with G. Horowitz and N. Hamerman to decide closing presentation (.5); meet with K. Eckstein, G. Horowitz, S. Zide, J. Levitt, T. Goren, N. Hamerman, Martin to plan closing presentation (3.2).	17.10	13,252.50
11/05/13	HAMERMAN, NATAN	Review (3.8) and revise slide deck re: closing argument (3.2); Revise outline re: same (3.8); meet with K. Eckstein, G. Horowitz, S. Zide, J. Levitt, T. Goren, C. Siegel re: closing presentation (3.2).	14.00	10,850.00
11/05/13	ZIDE, STEPHEN	Meet with G. Horowitz, K. Eckstein, C. Siegel, N. Hamerman, T. Goren and J. Levitt re preparation for phase 1 closing arguments (3.2). Emails with P. Farber, C. Siegel and N. Hamerman re preparation of phase 1 closing slides (1.6).	4.80	3,576.00
11/05/13	MILLER, ASHLEY S	Revise (3.3) and provide final cites for closing argument briefs (1.0).	4.30	2,623.00
11/05/13	BESSNER, DEBORAH	Create binders re revised defendants' findings of fact and post-trial memo.	0.50	147.50
11/05/13	BENTLEY, PHILIP	Perform additional review of post-trial briefs	0.40	358.00
11/05/13	HOROWITZ, GREGORY A.	Review closing presentation and outline (2.0), revise same (4), review of JSN cases (3.3); meet with K. Eckstein, C. Siegel, S. Zide, J. Levitt, T. Goren, N. Hamerman re: closing presentation (3.2); call with J. Levitt re same (.5)	13.00	11,635.00
11/05/13	HERZOG, BARRY	Correspond w/ N. Simon re: examiner's report (.4); review same (.6).	1.00	895.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/05/13	BLABEY, DAVID E	Distinguish JSN OID cases for oral argument (1); discuss Phase II briefing with D. Eggermann and B. O'Neill (.2) and with A. Dove re: same (.2); discuss closing argument slides with Y. Chernyak and R. Abdelhamid (.2); review declarations re interco claims for Phase II briefing (2); review additional cases cited by JSNs (1); correspondence re: slides for closing argument with C. Siegel and Y. Chernyak (.5); draft Phase II contentions re intercompany balances (4.0), revise same (1.7).	10.80	8,046.00
11/05/13	FARBER, PEGGY	Draft comments for closing arguments (.5); discuss new closing slide with G. Horowitz and N. Hamerman (.2); conduct research new closing slide (1); discuss missing factual information on slide with clients' financial advisor (.3); draft (3.0) and revise (1.5) new slides for closing argument.	6.50	4,842.50
11/05/13	SIKES, ALISON	Assist C. Siegel and N. Hamerman with closing argument presentations (4.3).	4.30	1,311.50
11/05/13	CHERNYAK, YEKATERINA	Revise (1.0) and draft (2.2) portions of closing statements re: OID; research re: same (2.5); draft summary of research for R. Abdelhamid (1.3); calls w/D. Blabey and R. Abdelhamid re: same (.2).	7.20	5,112.00
11/05/13	GOODMAN, ALISSA R.	Develop (3) and edit (1.4) slides for closing argument; review e-mails from C. Siegel re: same (.3).	4.70	3,337.00
11/05/13	PHILLIP, RENEE	Make adjustments to plaintiffs' post-trial brief case binder (3); cite-check closing deck slides (1.5); make index of closing deck slides (.3); check final copies of closing deck for inaccuracies (.5).	5.30	1,616.50
11/05/13	ECKSTEIN, KENNETH H.	Prepare for (1.3) and meet (3.2) with G. Horowitz, C. Siegel, S. Zide, J. Levitt, T. Goren, N. Hamerman, and S. Martin re: Phase I closing presentation.	4.50	4,455.00
11/06/13	KAUP, ANASTASIA N	Revise closing argument outline for G. Horowitz (2.4); calls (.2) and emails (.2) w/ N. Hamerman, P. Farber, A. Sikes re: same; research re: evidentiary issues for same (1.9); calls (.1) and emails (.5) w/ D. Blabey, M. Ziegler, S. Gribbon re: same.	5.30	2,623.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/06/13	MILLER, ASHLEY S	Review relevant produced documents in confirmation/adversary proceedings related to J. Dermont in preparation for Dermont deposition.	2.70	1,647.00
11/06/13	BENTLEY, PHILIP	Review e-mails from G. Horowitz re post-trial issues	0.20	179.00
11/06/13	ECKSTEIN, KENNETH H.	Meet with J. Dermont re: prep for depo (3.5); review declarations (1.0), brief (1.2), response (.8), and other Phase 1 pleadings (.5); speak with S. Zide re: Phase II issues (.5).	7.50	7,425.00
11/06/13	HOROWITZ, GREGORY A.	Review outline in preparation for closing argument (2.5); correspond with B. O'Neill, S. Zide re same(1.0)	3.50	3,132.50
11/06/13	BLABEY, DAVID E	Emails with S. Zide and D. Eggermann re interco balances (.3) and discuss same with Y. Chernyak (.2); draft interco balances argument (1); review JSNs proposed stipulated facts for Phase II (.2); meet with B. O'Neill, D. Mannal, S. Zide, R. Ringer re Phase II exhibits (.5); draft Phase II contentions (4.0); discuss research re same with S. Gribbon and A. Kaup (.2); discuss intero balance issues with Y. Chernyak and A. Dove (.5); emails with S. Zide and G. Horowitz re: hearing (.5); further discussion of intero balance issues with Y. Chernyak (.2); call with Mofo re PTO stipulations (1.2), further draft Phase II contentions (2.1).	10.90	8,120.50
11/06/13	FARBER, PEGGY	Prepare index for trial technical team for court demonstratives (.7); meet with N. Hammerman re phase II brief (.3) draft summary of afternoon hearing (1.4)	2.40	1,788.00
11/06/13	BESSNER, DEBORAH	Email J. Sharret re: JSN 2019 filing.	0.50	147.50
11/06/13	ZIDE, STEPHEN	Comment on PTO for phase 2 (1.2); calls with B. O'Neill and Mofo re same (1.5). Speak with K. Eckstein re phase 2 issues (.5). Emails with C. Siegel re closing of phase 1 trial (.3).	3.50	2,607.50
11/06/13	CHERNYAK, YEKATERINA	Research on "tracing" law for Phase II (3.4); draft results of research re: same (2.3) and discuss interco balances with D. Blabey (.5).	6.20	4,402.00
11/06/13	HAMERMAN, NATAN	Revise closing arguments (3.0); compile additional slide for closing presentation (1.0).	4.00	3,100.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/07/13	KAUP, ANASTASIA N	Research re: evidentiary issues in connection with adversary proceedings (1.0); emails w/ D. Blabey, S. Gribbon re: same (.2).	1.20	594.00
11/07/13	CHOUPROUTA, ANDREA	Mark JSN's designations for Marx, Dondzila and Hamzehpour deposition transcripts.	2.50	800.00
11/07/13	MILLER, ASHLEY S	Review emails related to J. Dermont in preparation for Dermont deposition.	4.00	2,440.00
11/07/13	SIEGEL, CRAIG L	Call with T. Foudy and Debtors' counsel re: Phase II Pretrial order (.8); analyze Dermont emails for deposition prep (.6); call with R. Abdelhamid re: PowerPoint slide for J. Glenn (.5); call with R. Abdelhamid and R. Kielty re: same (.3); meet with A. Sikes to coordinate Phase II trial prep (.4); call with P. Farber re: legal research for same (.3); call with P. Farber re: demonstrative exhibit for J. Glenn (.1).	3.00	2,325.00
11/07/13	BESSNER, DEBORAH	Emails with A. Sikes re Phase II documents.	0.50	147.50
11/07/13	ZIDE, STEPHEN	Speak with D. Blabey and Y. Chernyak re phase 2 contentions (.7).	0.70	521.50
11/07/13	HOROWITZ, GREGORY A.	Comment on draft summary slide for J. Glenn (.5)	0.50	447.50
11/07/13	BLABEY, DAVID E	Discuss PTO for Phase II with Y. Chernyak and S. Zide (.7); draft (3.0) and revise (2.8) interco balance contentions for Phase II; attend meet and confer re stipulated facts (.6); edit PTO contentions (.4).	7.50	5,587.50
11/07/13	FARBER, PEGGY	Call w/ C. Siegel re production of slide requested by court (.1); draft (2.1) and edit (1.6) of slide w/ R. Abdelhamid and C. Siegel; emails and calls with R. Abdelhamid re slide (.3); revise demonstrative for N. Simon (.8); draft insert for N. Hammerman brief (1.7).	6.60	4,917.00
11/07/13	SIKES, ALISON	Meet with C. Siegel re: Phase II trial prep (.4).	0.40	122.00
11/07/13	CHERNYAK, YEKATERINA	Comment on the post-closing chart requirement (.5); correspondence with R. Abdelhamid re: same (.2).	0.70	497.00
11/07/13	CHERNYAK, YEKATERINA	Draft write up on specific intercompany claims for Phase II PTO and contentions (1.1); review relevant documents re: same (2), discuss PTO with D. Blabey and S. Zide (.7).	3.80	2,698.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/07/13	GOODMAN, ALISSA R.	Review intercompany documents re: Phase II issues (3.4); speak to J. Shifer about intercompany issues (.1); review e-mails from J. Shifer re: same (.5).	4.00	2,840.00
11/07/13	PHILLIP, RENEE	Revise J. Dermont materials (1); create list of affiliations for potential deponents (.5).	1.50	457.50
11/07/13	RINGER, RACHAEL L	E-mails with D. Mannal re: factual research for JSN issues (.3)	0.30	168.00
11/07/13	FOLEY, NICOLE	Compile background information and documents re: intercompany claims (0.6); e-mail A. Goodman re: same (0.1)	0.70	458.50
11/08/13	KAUP, ANASTASIA N	Review research /draft paragraph for motion in limine re: hearsay (.5); T/C and emails w/ N. Hamerman re: same (.2).	0.70	346.50
11/08/13	MILLER, ASHLEY S	Participate in phone call with Morrison Foerster and US Legal regarding logistics for Phase II trial (0.8); review phase II deposition designations (3.7); review Jared Dermont emails (2.5)	7.00	4,270.00
11/08/13	SIEGEL, CRAIG L	Analyze Dermont emails re: Dermont deposition (1.3); edit demonstrative exhibit re: JSN collateral (.1); call with N. Simon re: depo designations (.1); call with D. Blabey re: PTO (.1); call with A. Miller re: depo designations (.2); analyze scheduling order Phase 2 (.2); analyze Westman, Hamzehpour and Kruger depositions and counter designations (4.0)	6.00	4,650.00
11/08/13	BESSNER, DEBORAH	Email associates from Cadwalader re deposition information.	0.50	147.50
11/08/13	HOROWITZ, GREGORY A.	Final review and approval of summary slide for Court re: JSN trial.	0.50	447.50
11/08/13	BLABEY, DAVID E	Meet with K. Eckstein, B. O'Neill, J. Trachtman, S. Zide re PTO for Phase II and reply brief (1.3); edit PTO contentions (3.5); review N. Hamerman draft of motion in limine (.6).	5.40	4,023.00
11/08/13	BESSNER, DEBORAH	Email with A. Sikes re: Phase II calendar (1); update calendar re: same (.5); update Outlook calendar re: same (.2).	1.70	501.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/08/13	FARBER, PEGGY	Correspond with N. Hamerman to discuss section for MIL brief (.5) ; draft section of brief re: same (2.4); draft designations (3.0) and counter designations (2.1) on deposition transcripts for admission at trial.	8.00	5,960.00
11/08/13	CHERNYAK, YEKATERINA	Draft portions of Phase II contentions (3.7); correspondence w/D. Blabey re: same (.4); review underlying documents therefore and certain preliminary research (2.4).	6.50	4,615.00
11/08/13	GOODMAN, ALISSA R.	Review draft PTO for Phase II.	0.30	213.00
11/08/13	ZIDE, STEPHEN	Emails with R. Feinstein re UCC complaint (.2). Emails with Mofo and Milbank re PTO submissions (.5).	0.70	521.50
11/08/13	ECKSTEIN, KENNETH H.	Prepare for (.5) and meet (1.3) with B. O'Neill, J. Trachtman, S. Zide, D. Blabey re declaration, responses for Phase II.	1.80	1,782.00
11/09/13	BLABEY, DAVID E	Discuss PTO contentions with B. O'Neill (.2); draft same (4).	4.20	3,129.00
11/09/13	ZIDE, STEPHEN	Emails with B. O'Neill and D. Blabey re PTO (.2). Review proposed stipulated facts and issues to be tried in PTO (.5); markup same (.3). Review plan proponents phase 2 contentions (1); markup same (1.2).	3.20	2,384.00
11/09/13	FARBER, PEGGY	Mark up designations (2.0) and counter designations (1.2) on deposition transcripts.	3.20	2,384.00
11/10/13	SIEGEL, CRAIG L	Research (3.1) and draft (2.0) contentions re: 510(b) subordination.	5.10	3,952.50
11/10/13	ZIDE, STEPHEN	Correspondence with B. O'Neill, Curtis Mallet and Mofo re phase 2 PTO (.8); review and markup phase 2 contentions (2.3); speak with K. Eckstein re same (.7); speak with D. Blabey re same (.5).	4.30	3,203.50
11/10/13	BLABEY, DAVID E	Edit pretrial order contentions (3.3); review and edit Lyons motion in limine (.5), discuss Phase II contention with S. Zide (.5).	4.30	3,203.50
11/10/13	ECKSTEIN, KENNETH H.	Continue revising PTO (.7), contentions (.9), declarations (.5) and brief (.7) for Phase II; meet with J. Dermont re: depo prep (2.0); discussion with S. Zide re: Phase II contentions (.7).	5.50	5,445.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/11/13	GRIBBON, SARA B	Cite check Phase II contentions (4.0); correspond with D. Blabey re same (.6); coordinate cite checking of contentions with team (.3) and revise consolidated edits (1.7).	6.60	2,805.00
11/11/13	SIEGEL, CRAIG L	Correspond with P. Bentley re: Dermont direct and privilege issues (.6); call with P. Farber re: Rule 19 legal research (.1); Perform Rule 19 legal research (.2); analyze Rule 19 and joinder case law (3.1); revise section of pretrial order on subordination (.1).	4.10	3,177.50
11/11/13	MILLER, ASHLEY S	Assist with preparations for Phase II JSN trial (2); research FRCP 12(b)(7) (3.5); edit Phase II contentions (1)	6.50	3,965.00
11/11/13	PERETZ, TUVIA	Cite checking phase II Contentions	1.60	680.00
11/11/13	SCHMIDT, SHAI	Cite check contentions for Phase II (2.7).	2.70	1,512.00
11/11/13	MAYO, DAVID	Cite check contentions for Phase II (1).	1.00	425.00
11/11/13	ZIDE, STEPHEN	Revise phase 2 contentions (3); emails with Mofo and D. Blabey re same (.4); calls with Mofo and D. Blabey re same (.4).	3.80	2,831.00
11/11/13	HOROWITZ, GREGORY A.	Review draft contentions (1.5); e-mails D. Eggermann, C. Siegel, S. Zide re same, lien issues (.5).	2.00	1,790.00
11/11/13	FARBER, PEGGY	Address question related to document requests issued to clients' financial advisors (.3); conduct legal research for authority to support certain contentions (4.1); call with C. Siegel re: same (.1); further research re: same (4.0).	8.50	6,332.50
11/11/13	GOODMAN, ALISSA R.	Speak to C. Siegel regarding Phase 2 issues (.2); research discovery issues re: same (1.5); review contentions for Phase 2 (2.0); review Phase 2 scheduling order (.2); speak to P. Farber re: same (.1); speak to N. Hamerman regarding motion in limine (.2); research (4.7) and draft (3.5) part of the motion in limine to exclude Lyons testimony for Phase 2.	12.40	8,804.00
11/11/13	BLABEY, DAVID E	Edit pretrial order contentions (3.8); review Y. Chernyak edits to same (.2); discuss subordination issues with C. Siegel (.2); call with MoFo re contentions and briefing (1.3) and follow up discussion with S. Zide re same (.4); further drafting of contentions (3.0), revisions (2.6) of contentions.	11.50	8,567.50
11/12/13	PERETZ, TUVIA	Cite check Phase II Contentions.	1.00	425.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/12/13	KAUP, ANASTASIA N	Revise numerous drafts of contentions for Phase II of adversary proceeding (2.4); correspondence w/ D. Blabey, S. Gribbon, S. Schmidt, D. Mayo, T. Peretz re: same (1.4).	3.80	1,881.00
11/12/13	GRIBBON, SARA B	Fact-check draft of contentions (2.2), coordinate designations and direct testimony review (.6).	2.80	1,190.00
11/12/13	PERETZ, TUVIA	Cite check Phase II Contentions Brief.	0.30	127.50
11/12/13	PERETZ, TUVIA	Further cite check Phase II Contentions Brief.	0.40	170.00
11/12/13	SCHMIDT, SHAI	Cite- and fact-check Phase 2 Contentions (3).	3.00	1,680.00
11/12/13	ALLARD, NATHANIEL	Correspond w/ P. Kaufman re: Bingham deposition (.3), prepare for same (.3).	0.60	255.00
11/12/13	SIEGEL, CRAIG L	Edit contentions in PTO regarding subordination issues.	1.00	775.00
11/12/13	MILLER, ASHLEY S	Review emails related to J. Dermont in preparation for Phase II (3.9); further review emails related to J. Dermont testimony (0.8)	4.70	2,867.00
11/12/13	FARBER, PEGGY	Draft section of motion in limine for N. Hamerman (1.6); represent clients in meet & confer (.7); draft Simon declaration (.6); review plaintiffs contended facts (.2).	3.10	2,309.50
11/12/13	SIKES, ALISON	Cite check the Phase II Pre-Trial Order (.8) Retrieve Phase II JSN exhibits (.4)	1.20	366.00
11/12/13	CHERNYAK, YEKATERINA	Draft of portions of Phase II order re: intercreditor liens (3.0), proper allocation of AFI contribution (1.9) research re: same (1.3).	6.20	4,402.00
11/12/13	GOODMAN, ALISSA R.	Conduct legal research for motion in limine (1.0); comment on Phase 2 contentions (2.0); review final motion in limine (.5); review e-mail with N. Hamerman re: same (.6).	4.10	2,911.00
11/12/13	BLABEY, DAVID E	Meet and confer with JSNs re pretrial order (.7); discuss contentions with S. Zide (.2) and B. O'Neill (.1); review (3.3) and edit (2.5) pretrial order contentions; review JSNs pretrial contentions (2.4).	9.20	6,854.00
11/12/13	CHASS, MARK	Review draft of phase II contentions (.5) and comment on same (.6), review team emails re same (.3)	1.40	1,085.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/12/13	ZIDE, STEPHEN	Emails (1.3) and discussions (.2) with D. Blabey and B. O'Neill re phase 2 contentions; revise same (2.3); calls with Debtors re phase 2 contentions (1.8); coordinate filing of same (.3). Call with Milbank re PTO (.5); follow up with the Debtors on same (1.8).	8.20	6,109.00
11/13/13	SIEGEL, CRAIG L	Analyze portions of J. Dubel deposition (.4); TCs and emails w/ N. Hamerman, P. Farber, and A. Goodman re coordinating Phase II trial prep (.3)	0.70	542.50
11/13/13	ALLARD, NATHANIEL	Prepare for Bingham deposition (2.8), correspond w/ P. Kaufman re: same (.3).	3.10	1,317.50
11/13/13	HOROWITZ, GREGORY A.	Correspond with B O'Neill re Phase II issues (.5)	0.50	447.50
11/13/13	FARBER, PEGGY	Draft section of motion in limine (2.3); review adversary's contentions in joint statement of facts (1.5).	3.80	2,831.00
11/13/13	SIKES, ALISON	Create J. Dubel deposition binder for C. Siegel (.4).	0.40	122.00
11/13/13	GOODMAN, ALISSA R.	Review JSNs' motion in limine (1.6); speak to P. Farber about motion in limine (.2); conduct legal research for opposition to motion in limine (3.5); speak to C. Siegel about Phase 2 issues (.2); review Bingham expert report (2.6); review Gutzeit rebuttal report (1.2); conduct research on allocation (1.8); review e-mail from Y. Chernyak re: same (.7).	11.80	8,378.00
11/13/13	CHASS, MARK	Review revised draft of phase II contentions	0.80	620.00
11/13/13	ZIDE, STEPHEN	Review (1) and take notes (2) on JSN contentions. Correspond with K. Eckstein and B. O'Neill re preparation for trial and issues with JSN contentions (1.2).	4.20	3,129.00
11/14/13	ZIEGLER, MATTHEW C	Review MIL to exclude Lyons testimony (0.6); review Lyons testimony (1.0).	1.60	896.00
11/14/13	MILLER, ASHLEY S	Review produced documents related to S. Kirpalani in preparation for deposition (3.9)	3.90	2,379.00
11/14/13	ALLARD, NATHANIEL	Prepare for (.8) and attend Bingham deposition (2.6); Review transcript (1.4) and draft summary re: same (1.2). Prepare for Kirpalani deposition (.1).	6.10	2,592.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/14/13	SIEGEL, CRAIG L	Analyze Dubel depo transcript (1.2); draft Dubel prep outline (.7); analyze analyst reports on JSN collateral (.7); analyze Phase 2 pretrial order (1.1); discuss allocation caselaw with D. Eggermann (.3); correspond with B. O'Neill and G. Horowitz re: legal research and prep for Phase 2 trial (.4); TC with P. Farber, A. Goodman and A. Miller re: Phase 2 trial prep (.4).	4.80	3,720.00
11/14/13	ZIDE, STEPHEN	Review JSN contentions (1).	1.00	745.00
11/14/13	HOROWITZ, GREGORY A.	Meet with B O'Neill, D Mannal, C. Siegel re Phase II issues (1.0); confer D. Blabey re status conference (.3); confer K. Eckstein re same, appeal issues (.4); analyze appeal issues (3.5)	5.20	4,654.00
11/14/13	FARBER, PEGGY	Emails with A. Goodman & C. Siegel re legal research related to Phase I (.1); discuss exhibit objections with E. Tobin of Curtis Mallet (.2); discuss exhibit objections with A. Goodman (.2); research JSN cases in MIL (2.5); discuss evidence necessary to disprove liens with C. Siegel (.2); emails with B. O'Neill re same (.2); meet with K. Denk to discuss counterclaims (.8); analyze agreements and other documents re: JSN liens (3.0); review same (2.6), correspondence with B. O'Neill, E. Tobin of Curtis Mallet re proposed JSN exhibits (.3)	10.10	7,524.50
11/14/13	SIKES, ALISON	Create binders of Cases Cited in JSN PTO (3.0) Create J. Dubel deposition binder for C. Siegel (.5) Organize Phase II files on L-Drive (.7) Create Expert Report Spirals (.4) Create Phase II PTO and Direct Testimony spirals for P. Farber (.4)	5.00	1,525.00
11/14/13	GOODMAN, ALISSA R.	Speak to E. Tobin re: exhibits objection (.1); speak to T. Foudy re: same (.1); speak to P. Farber re: same (.2); review Gutzeit expert rebuttal report (2.3); speak to J. Shifer re: same (.1); speak to C. Siegel, A. Miller and P. Farber re: Phase II trial prep (.4); spoke to A. Lawrence re: same (.2); conduct legal research on allocation (2.7); conduct legal research regarding opposition to motion in limine (.6); review Gutzeit direct testimony (.7); review draft opposition to motion in limine (.7).	8.10	5,751.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/14/13	BLABEY, DAVID E	Edit response to motion in limine to preclude Gutzeit testimony.	2.00	1,490.00
11/14/13	ECKSTEIN, KENNETH H.	Review motion in limine re Lyons (1.3).	1.30	1,287.00
11/15/13	GRIBBON, SARA B	Review Phase I opinion (1.2) and cases cited therein (.5); review committee e-mails re same (.3)	2.00	850.00
11/15/13	KAUP, ANASTASIA N	Review Phase I memorandum opinion, findings of fact and conclusions of law (1.0) and research related issues (2.3).	3.30	1,633.50
11/15/13	ECKSTEIN, KENNETH H.	Review Phase 1 opinion (1.3), meet with G. Horowitz, B. O'Neill, S. Zide re: Phase I opinion (1.2).	2.50	2,475.00
11/15/13	ALLARD, NATHANIEL	Monitor JSN adversary proceeding docket, correspond w/ C. Siegel re: same (.3); meet w/ D. Mannal re: Phase I opinion (.2), draft notes re: same (.4); review deposition transcripts for Phase II (1.5).	2.40	1,020.00
11/15/13	SIEGEL, CRAIG L	Review Phase 1 opinion (1.6); comment on Gutzeit motion in limine and TC with A. Goodman re: same (.5); research opposition to Gutzeit motion on limine (.8); review (2.9) and analyze (3.0) allocation cases for Phase 2 opening statement.	8.80	6,820.00
11/15/13	ZIEGLER, MATTHEW C	Review Lyons testimony in anticipation of opposition to JSN MIL objection (2.0).	2.00	1,120.00
11/15/13	HOROWITZ, GREGORY A.	Review Phase I opinion (1.5); confer with K. Eckstein, S. Zide, B. O'Neill re same (1.2); e-mails J. Levitt, Debtors re same (.5); e-mails K. Eckstein, J. Trachtman re Phase II proof issues (1.0); review Gutzeit expert material (1.2); emails with B. O'Neill re same (.3); review draft reply re: motion in limine (.5); review in limine papers (1.0); e-mail report on decision to Committee (.7); review appeal issues (1.0); e-mails with K. Eckstein re Phase II issues (.6); call with K. Chopra re Phase I opinion (.5)	10.00	8,950.00
11/15/13	FARBER, PEGGY	Review draft of MIL opposition (.5); emails with B. O'Neill, C. Siegel, and A. Goodman re same (.2); conduct case law research (2.4) and draft (3.5) section of MIL opposition.	6.60	4,917.00
11/15/13	SIKES, ALISON	Create deposition binders and JSN exhibit hard copies for use at trial.	4.30	1,311.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/15/13	BECKER, BRYON	Coordinate production of Phase I opinion binders (.2); coordinate w/ doc processing re creation of TOC (.2).	0.40	118.00
11/15/13	CHERNYAK, YEKATERINA	Review Phase II Opinion in preparation for Phase II issue.	2.30	1,633.00
11/15/13	GOODMAN, ALISSA R.	Review final opposition to motion in limine (.4); draft portion of opposition to motion in limine (2.0); e-mails with C. Siegel and P. Farber re Gutzeit motion in limine (.6).	3.00	2,130.00
11/15/13	BLABEY, DAVID E	Review portions of Phase I opinion relevant to Phase II issues (1); edit response to motion in limine re Gutzeit (1.5); review judgment reduction issue with D. Mannal (.9); emails with S. Zide re: Gutzeit motion in limine (.6).	4.00	2,980.00
11/15/13	ZIDE, STEPHEN	Review (1.5) and take notes (.5) on JSN phase 1 decision; meet with G. Horowitz, B. O'Neill, K. Eckstein re same (1.2).	3.20	2,384.00
11/15/13	SIMON, NORMAN	Review Phase I decision (1.2).	1.20	990.00
11/15/13	KAUFMAN, PHILIP	Review Court's opinion on Phase I trial (1.2).	1.20	1,128.00
11/15/13	O'NEILL, P. BRADLEY	Review Phase I decision (1.3); Correspondence with D. Mannal, G. Horowitz, P. Kaufman re: Phase I, trial (.5).	1.80	1,485.00
11/15/13	O'NEILL, P. BRADLEY	Review G. Horowitz emails re: Phase I (.2); Call with D. Donovan re: directs and Phase I (.3).	0.50	412.50
11/15/13	MANNAL, DOUGLAS	Review Phase I opinion (1.4).	1.40	1,155.00
11/16/13	KAUP, ANASTASIA N	Perform legal research re: allocation issues (3.2); emails w/ D. Blabey, S. Gribbon re: same (1.2), continue research re: allocation (1.0).	5.40	2,673.00
11/16/13	SIEGEL, CRAIG L	Research (3.1) and draft (3.0) examination outline for J. Dubel trial prep; analyze Kirpalani deposition transcript (.4); emails and TC with S. Zide re: Kirpalani deposition and designations (.1).	6.60	5,115.00
11/16/13	ALLARD, NATHANIEL	Correspond w/ B. O'Neill, A. Dove, R. Ringer re: Phase II exhibits (.5), research re: same (.3).	0.80	340.00
11/17/13	KAUP, ANASTASIA N	Perform legal research re: allocation issues (3.9); emails w/ D. Blabey, D. Eggermann, S. Gribbon re: same (1.4).	5.30	2,623.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/17/13	GRIBBON, SARA B	Perform legal research re allocation standards (2.2); e-mails with A. Kaup, D. Blabey re same (.6); review cases circulated re same (1.9); continue research re: same (2.0).	6.70	2,847.50
11/17/13	ZIDE, STEPHEN	Speak with G. Horowitz re Phase 1 decision and implications for confirmation (1). Emails with K. Eckstein and B. O'Neill re Wells indemnity language (.2); review same (.2).	1.40	1,043.00
11/17/13	HOROWITZ, GREGORY A.	Conference with S. Zide re AP issues (1.0); review Fazio reports (1.2), deposition (.8), PTO (1.0).	4.00	3,580.00
11/17/13	FARBER, PEGGY	Conduct close analysis of Phase I opinion (1.8), and draft memo for Phase II team re: same (3.4).	5.20	3,874.00
11/17/13	SIKES, ALISON	Create deposition binders for trial.	2.30	701.50
11/17/13	GOODMAN, ALISSA R.	Review part of court's opinion on Phase 1.	0.80	568.00
11/17/13	BLABEY, DAVID E	Perform legal research on global settlements (2.5) and research on allocation issues (4.0) for post trial briefing in Phase II.	6.50	4,842.50
11/18/13	GRIBBON, SARA B	Perform legal research re allocation standards (5.6), confer with M. Ziegler, A. Kaup, D. Blabey, D. Eggermann re same (.6); draft and circulate e-mail summary of research findings (.9)	7.10	3,017.50
11/18/13	KAUP, ANASTASIA N	Perform legal research re: allocation issues (3.7), continue research of same (3.0); emails w/ D. Blabey, D. Eggermann, M. Ziegler, S. Gribbon re: same (.4); T/C and emails w/ N. Hamerman re: research into evidentiary/examiner report issues (.2).	7.30	3,613.50
11/18/13	SIEGEL, CRAIG L	Analyze indemnity letter, Wells Fargo plan objection and UMB statement (1.2); communications with E. Richards re: confirmation slide deck (.1); TC with A. Goodman re: AFI contribution allocation research for post-trial brief (.1); analyze current Plan and Rule 68 case law (1.9); TC with A. Miller to coordinate Rule 68 research (.4), confer with G. Horowitz re: indemnification issues (.3).	4.00	3,100.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/18/13	HOROWITZ, GREGORY A.	Review in limine motion decisions (.4); e-mails with confirmation team re same (.3); correspond with P. Kaufman re same (.3); correspond with K. Eckstein re offer of judgment, in limine motion (.7); confer with C. Siegel re indemnification issue (.3)	2.00	1,790.00
11/18/13	FARBER, PEGGY	Perform detailed analysis of opinion issued in Phase I (1.6) and draft memo re same for Phase II team (1.4); conduct detailed analysis of strengths and witnesses of potential adverse witness (2.5) and draft memo re same for Phase II team (3.2).	8.70	6,481.50
11/18/13	SIKES, ALISON	Assist R. Ringer and R. Phillip with phase II opening argument and trial preparation	4.50	1,372.50
11/18/13	SIKES, ALISON	Retrieve missing JSN Exhibits and depositions for trial (2.2).	2.20	671.00
11/18/13	BLABEY, DAVID E	Draft outline of post-trial brief (2.1); review allocation case law (2.6); discuss brief outline with J. Trachtman (.2) and edit same (.4).	5.30	3,948.50
11/18/13	CHERNYAK, YEKATERINA	Assist K. Eckstein with preparation of opening statement (2); revisions re: same (.7); review underlying documents in preparation for opening statement (1.5).	4.20	2,982.00
11/18/13	GOODMAN, ALISSA R.	Review Phase 1 opinion (2.7); review decisions on motions in limine (.2); discussion with C. Siegel regarding Phase 2 issues (.2); review JSNs' opposition to motion in limine (.4); review e-mails with C. Siegel re: same (.9).	4.40	3,124.00
11/18/13	PHILLIP, RENEE	Review opening presentation decks (2.2).	2.20	671.00
11/18/13	CHASS, MARK	Review Phase I opinion (2), review G. Horowitz email to committee re same and news articles re same (.8).	2.80	2,170.00
11/18/13	SHIFER, JOSEPH A	Review JSN confirmation opening (1.2)	1.20	834.00
11/19/13	GRIBBON, SARA B	Perform legal research re indubitable equivalent standards and burdens (3.9), continue researching same (3.1); emails with D. Blabey and Y. Chernyak re same (.9)	7.90	3,357.50
11/19/13	KAUP, ANASTASIA N	Research re: evidentiary issues for Phase II (3.4); correspondence w/ D. Eggermann re: same (.9).	4.30	2,128.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/19/13	FARBER, PEGGY	Analyze documents (1.5) and deposition of trial witness (1.4) and draft memo re: same (3.2).	6.10	4,544.50
11/19/13	CHERNYAK, YEKATERINA	Draft outline of responses re: JSN arguments (.7); draft (2) and revise (1) portions of burden portion of the post trial brief; correspond w/ D. Blabey re: same (.9).	4.60	3,266.00
11/19/13	GOODMAN, ALISSA R.	Review exhibits regarding intercompany claims (2.0); review e-mail from E. Tobin re: same (.7).	2.70	1,917.00
11/19/13	RINGER, RACHAEL L	Perform factual research re: intercompany claims in preparation for Dubel cross (1.8), e-mails with S. Zide re: same (.5), correspond with S. Zide and K. Eckstein re: JSN fees (.3), e-mails with S. Zide re: same (.7)	3.30	1,848.00
11/20/13	SIEGEL, CRAIG L	Legal research on fee reasonableness (1.0); analyze trial exhibits re: intercompanies (1.0); analyze Indenture fee provisions and case law (1.4).	3.40	2,635.00
11/20/13	FARBER, PEGGY	Emails with C. Siegel re certain trial witnesses, emails with N. Simon re same.	0.40	298.00
11/20/13	BECKER, BRYON	Compile pre-trial orders for D. Eggermann (.5).	0.50	147.50
11/20/13	BLABEY, DAVID E	Review case law on allocation issues (3.1); discuss case law with M. Ziegler (.2); discuss adequate protection issues with A. Dove (.3); discuss intercompany issues with A. Dove and N. Hamerman (.4); draft post-trial briefing (2.9), review same (1.0), continue reviewing case law re: allocation issues (2.0).	9.90	7,375.50
11/20/13	CHERNYAK, YEKATERINA	Research re: same and adequate protection issues (2.2)	2.20	1,562.00
11/20/13	GOODMAN, ALISSA R.	Review exhibit lists for intercompany documents (3.3); emails with C. Siegel re: same (.4); discussion with C. Siegel regarding intercompany exhibits (.3), continue reviewing exhibit lists (3.0).	7.00	4,970.00
11/20/13	PHILLIP, RENEE	Create witness binders for upcoming cross examinations (4.0), review same (1.0).	5.00	1,525.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/20/13	RINGER, RACHAEL L	Research re: JSN fees (.4), numerous e-mails with T. Peretz re: same (.5), review supplemental JSN objection (.3), e-mails with S. Zide re: Moelis PPI presentation (.3), e-mails with N. Simon re Marx exhibits (.2).	1.70	952.00
11/21/13	KAUP, ANASTASIA N	Research re: asset sale-related and settlement-related issues (3.5); Correspondence w/ D. Eggermann, E. Gomez re: same (.7); continue research re: settlement issues (2.4).	6.60	3,267.00
11/21/13	SIEGEL, CRAIG L	Research (3.2) and draft (3.1) Fazio cross; meeting with G. Horowitz re: Fazio cross (.3).	6.60	5,115.00
11/21/13	HOROWITZ, GREGORY A.	Confer with T. Foudy re crosses (.4); revise Fazio cross outline (1.0); meet with C. Siegel re same (.3)	1.70	1,521.50
11/21/13	MAYO, DAVID	Meet with Y. Chernyak re: JSN issues (0.2); Research JSN issues re: claims and liens (5.4)	5.60	2,380.00
11/21/13	FARBER, PEGGY	Compile exhibits for cross examination to N. Simon (.2), discuss same with A. Goodman (.1).	0.30	223.50
11/21/13	BLABEY, DAVID E	Draft post-trial briefing (3.5); discuss intercompany arguments with A. Dove (.2); review JSN contentions re intercompany arguments (.5) and discuss same with D. Eggermann (.3); discuss interest issues with J. Brody (.3), Y. Chernyak (.1) and D. Mannal and S. Zide (.3); further briefing drafting (3.3).	8.50	6,332.50
11/21/13	CHERNYAK, YEKATERINA	Research for valueless lien portion of the post-trial brief (1.3); draft portions re: adequate protection argument (1.1); meet with D. Mayo re: JSN issues (.2), discuss with D. Blabey re: same (.1).	2.70	1,917.00
11/21/13	GOODMAN, ALISSA R.	Discussion with P. Farber re: exhibits (.1); review trial transcript regarding allocation (.2); search for intercompany documents (.3); conduct legal research on allocation (1.6).	2.20	1,562.00
11/22/13	HOROWITZ, GREGORY A.	Continue revising Fazio cross-examination (1.5).	1.50	1,342.50
11/22/13	MAYO, DAVID	Meet with A. Dove, Y. Chernyak, M. Guccion re: JSN issues research (0.4); research JSN issues (3.0).	3.40	1,445.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/22/13	CHERNYAK, YEKATERINA	Research re: commercial reasonableness for purpose of intercompany waiver (2.3); meet with A. Dienstag, D. Mannal and M. Guccion re: JSN issues (.4), meet with D. Mayo, A. Dove and M. Guccion re: research (.4).	3.10	2,201.00
11/22/13	RINGER, RACHAEL L	E-mails with Moelis and S. Zide re: PPI presentation (.5), e-mails with T. Peretz re: fees research (.4), discussion with T. Peretz re: same (.3)	1.20	672.00
11/22/13	SIEGEL, CRAIG L	Analyze Debtors' draft reply to UMB indemnity letter (.2); analyze 502(c) case law (1.2), review Pinzar cross on WF indemnity claim (.8); TC with T. Foudy re: WF and estimation (.2); correspondence with M. Guccion to coordinate legal research on 502(c) and estimation (.4).	2.80	2,170.00
11/22/13	GUCCION, MARY K	Conf. w. Y. Chernyak, A. Dove, D. Mayo re commercial reasonableness issue (.4).	0.40	224.00
11/22/13	DOVE, ANDREW	Meet with D. Mayo, Y. Chernyak and M. Guccion re: JSN issues (.4).	0.40	262.00
11/23/13	CHERNYAK, YEKATERINA	Draft portions of post-trial brief (3.2) and research re: same (3.9), review research of same (2.9), continue drafting same (.6).	10.60	7,526.00
11/23/13	BLABEY, DAVID E	Draft post-trial brief or Phase II (4.0), review same (.5).	4.50	3,352.50
11/23/13	GOODMAN, ALISSA R.	Conduct legal research on allocation.	0.70	497.00
11/23/13	RINGER, RACHAEL L	E-mails with T. Peretz re: JSN fee research (.3), review summary of research re: same (.5)	0.80	448.00
11/24/13	SIEGEL, CRAIG L	Analyze case law re: Rule 26 and edit letter to Court (.4); call with S. Zide re: same (.8); participate in conference call with Debtors' counsel on disputed claims motion (.5).	1.70	1,317.50
11/24/13	MAYO, DAVID	Perform research re: JSN claims (2.3).	2.30	977.50
11/24/13	CHERNYAK, YEKATERINA	Revisions to illusory lien section of post-trial brief (3.1); perform additional research for same (2.3); perform research re: UCC lien (2.2), t/c with D. Blabey, A. Dove re: same (.6).	8.20	5,822.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/24/13	BLABEY, DAVID E	Draft Phase II post-trial briefing (3.0), review same (1); T/C with A. Dove and Y. Chernyak re intercompany issues and pretrial order (.6); T/C with Mofo, Curtis, and Kramer teams re briefing (.4), continue drafting Phase II post-trial briefing (4), revise same (1.4).	10.40	7,748.00
11/24/13	HOROWITZ, GREGORY A.	Review hearing transcripts from confirmation hearing (1.5); revise Fazio cross outline (1.0)	2.50	2,237.50
11/24/13	RINGER, RACHAEL L	Review e-mail re: JSN fees analysis (.3), e-mails with T. Peretz re: same (.2)	0.50	280.00
11/24/13	DOVE, ANDREW	Attend call w/ D. Blabey and Y. Chernyak re post-trial briefing (.6).	0.60	393.00
11/25/13	MAYO, DAVID	Research re: JSN lien issues (1.1); draft summary of JSN issues research results (0.5).	1.60	680.00
11/25/13	BLABEY, DAVID E	Draft briefing on intercompany issues (2.9); draft briefing on AFI contribution and inchoate lien issues (2), review draft of same (2.4), revise briefing on AFI contribution (2.6)	9.90	7,375.50
11/25/13	BECKER, BRYON	Compile binder for Y. Chernyak re cases cited in post-trial brief.	0.70	206.50
11/25/13	CHERNYAK, YEKATERINA	Perform additional research re: UCC commercial reasonableness standard and illusory lien (1.6); revisions to portions of post-trial brief re: same (2.2).	3.80	2,698.00
11/25/13	GOODMAN, ALISSA R.	Review trial transcript from confirmation trial (.2); review JSNs' letter to Court regarding Renzi testimony (.2); review court's order on the same (.1); conduct legal research on allocation issues (2.9); review summary of judge's questions from trial (.9).	4.30	3,053.00
11/25/13	GUCCION, MARY K	Perform legal research re: claims against collateral agent.	3.40	1,904.00
11/26/13	SIEGEL, CRAIG L	Participate in meet and confer conference call with JSNs on Phase II	0.40	310.00
11/26/13	BLABEY, DAVID E	Draft brief section on AFI contribution (.8), review same (.7); discuss JSN fee issues with D. Mannal, S. Zide, and D. Eggermann (.6); T/C with Mofo re fees (.3); draft analysis of caselaw re: same (.4); draft post-trial brief sections on AFI issues and fee issues (4.0), revisions to same (4.1).	10.90	8,120.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/26/13	CHERNYAK, YEKATERINA	Draft revisions to portions of illusory lien research summary (1.3) and portion of the post-trial brief re: same (1.1).	2.40	1,704.00
11/26/13	GOODMAN, ALISSA R.	Conduct legal research regarding allocation (2.1).	2.10	1,491.00
11/26/13	HOROWITZ, GREGORY A.	E-mails S. Zide, C. Kerr re exhibit issues (.5); teleconference C. Kerr re same (1.0); teleconference all counsel, including JSNs, re same, post-hearing briefing issues, fee issues (.7)	2.20	1,969.00
11/26/13	RINGER, RACHAEL L	Review research re: JSN fees and expenses, e-mails with T. Peretz re: same (.4), e-mails with D. Blabey re: JSN exhibits (.1), emails with J. Shifer re: JSN fees (.5)	1.00	560.00
11/26/13	ZIDE, STEPHEN	Speak with D. Mannal, D. Eggermann and D. Blabey re JSN fee issues (.6).	0.60	447.00
11/26/13	EGGERMANN, DANIEL M	Speak with D. Mannal, D. Eggermann and D. Blabey re: JSN fee issues (.6).	0.60	465.00
11/26/13	MANNAL, DOUGLAS	Office conference with D. Blabey, D. Eggermann and S. Zide re: JSN fee claims (.6).	0.60	495.00
11/27/13	HOROWITZ, GREGORY A.	E-mails with R. Ringer re settlement (.3)	0.30	268.50
11/27/13	BLABEY, DAVID E	Discuss post-trial briefing with D. Eggermann (.3) and J. Trachtman (.2); outline new section of brief (.1); T/C with Consenting Claimants re JSN proposal (.5); correspondence re: proposed findings of fact with D. Eggermann and K. Eckstein (.2).	1.30	968.50
11/27/13	SHIFER, JOSEPH A	Emails with D. O'Donnell re JSN plan provisions (.2), follow up emails with R. Ringer re: same (.2)	0.40	278.00
11/27/13	FARBER, PEGGY	Conduct legal research re: plaintiffs' contentions related to MSR Swap (2.0), draft summary explanation of supporting documentation re: same (1.1).	3.10	2,309.50
11/27/13	SIMON, NORMAN	Correspond with N. Hamerman, K. Denk re: settlement with JSNs (.8).	<u>0.80</u>	<u>660.00</u>
TOTAL			<u>1,106.40</u>	<u>\$750,393.00</u>

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	6.10	6,039.00
MANNAL, DOUGLAS	PARTNER	10.60	8,745.00
FREJKA, ELISE S	SPEC COUNSEL	4.40	3,454.00
ZIDE, STEPHEN	ASSOCIATE	5.70	4,246.50
GOODMAN, ALISSA R.	ASSOCIATE	0.70	497.00
RINGER, RACHAEL L	ASSOCIATE	32.30	18,088.00
ALLARD, NATHANIEL	ASSOCIATE	13.00	5,525.00
DOVE, ANDREW	ASSOCIATE	0.50	327.50
BESSNER, DEBORAH	PARALEGAL	3.60	1,062.00
TOTAL		<u>76.90</u>	<u>\$47,984.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/04/13	ALLARD, NATHANIEL	Draft email to Committee and Consenting Claimants re: [REDACTED] (.5), correspond w/ S. Zide re: same (.3); draft Committee update email re: [REDACTED] [REDACTED] (1.0), correspond w/ J. Sharret re: same (.3), correspond w/ R. Ringer re: same (.3), correspond w/ S. Zide re: same (.4).	2.80	1,190.00
11/04/13	ZIDE, STEPHEN	Review and revise UCC update email [REDACTED] [REDACTED] (.5).	0.50	372.50
11/04/13	MANNAL, DOUGLAS	Revise update email to UCC re: [REDACTED] (.4).	0.40	330.00
11/05/13	ALLARD, NATHANIEL	Draft Committee update email re: [REDACTED] [REDACTED] (.4), correspond w/ S. Tandberg, R. Ringer re: same (.2)	0.60	255.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/05/13	RINGER, RACHAEL L	Prepare agenda for Committee meeting on 11/7 (.3), draft summary re: [REDACTED] (.3), draft update e-mail re: [REDACTED] (.2), e-mails with S. Zide, D. Mannal, AlixPartners re: revisions to same (.5), review/revise same (.4), e-mails with S. Zide re: co-chair call (.2)	1.90	1,064.00
11/05/13	FREJKA, ELISE S	Revise status update regarding [REDACTED]	0.20	157.00
11/06/13	ALLARD, NATHANIEL	Prepare for 11/7 in-person Committee meeting with Debtors (.8); Draft portion of Committee update email re [REDACTED] (.2).	1.00	425.00
11/06/13	ZIDE, STEPHEN	Emails with R. Ringer re UCC update email and finalizing same (.4).	0.40	298.00
11/06/13	GOODMAN, ALISSA R.	Draft part of Committee update email re: [REDACTED] (.4); review update e-mail (.3).	0.70	497.00
11/06/13	RINGER, RACHAEL L	Draft e-mail to Committee members/consenting claimants re: [REDACTED] (.2), e-mails with J. Dubel re: same (.2), numerous e-mails with S. Zide re: same (.5),	0.90	504.00
11/07/13	ALLARD, NATHANIEL	Prepare for (1.5) in-person Committee meeting re: [REDACTED]	1.50	637.50
11/07/13	ZIDE, STEPHEN	Participate on portion of Committee meeting re [REDACTED] (1.8).	1.80	1,341.00
11/07/13	BESSNER, DEBORAH	Assist with preparation of documents for the Committee meeting.	1.60	472.00
11/07/13	RINGER, RACHAEL L	Prepare for (.8) and attend (3.0) meeting with Committee/consenting claimants re: [REDACTED]	3.80	2,128.00
11/07/13	FREJKA, ELISE S	Prepare for (.2) and attend (3.0) Committee meeting re: [REDACTED]	3.20	2,512.00
11/07/13	MANNAL, DOUGLAS	Prep for (.3) and attend (2.6) portion of Committee meeting re: [REDACTED]	2.90	2,392.50
11/07/13	ECKSTEIN, KENNETH H.	Prepare for (1.0) and lead (3.0) Committee meeting re: [REDACTED]	4.00	3,960.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/08/13	RINGER, RACHAEL L	Draft Committee update e-mail re: [REDACTED] [REDACTED] (.6), revise same (.5)	1.10	616.00
11/11/13	BESSNER, DEBORAH	Compile documents for Committee Call (2).	2.00	590.00
11/13/13	RINGER, RACHAEL L	E-mail to Committee members re: cancelled Committee call (.3), e-mails with Committee members re: [REDACTED] (.5), e-mails with J. Shifer re: [REDACTED], revise same, e-mail same (.7)	1.50	840.00
11/13/13	ZIDE, STEPHEN	Emails with R. Ringer re canceling UCC meeting (.1).	0.10	74.50
11/14/13	ZIDE, STEPHEN	Review update to UCC re [REDACTED] and email R. Ringer re same (.1).	0.10	74.50
11/14/13	RINGER, RACHAEL L	Draft Committee update e-mail re: [REDACTED] (.8), review/revise same (.1).	0.90	504.00
11/15/13	RINGER, RACHAEL L	E-mail to Committee members re: [REDACTED] [REDACTED] (.1)	0.10	56.00
11/15/13	MANNAL, DOUGLAS	Revise draft email to Committee re: [REDACTED] [REDACTED] (1.1) and correspond w/ G. Horowitz re: same (.5).	1.60	1,320.00
11/17/13	DOVE, ANDREW	Draft summary of [REDACTED] for Committee update (.5).	0.50	327.50
11/17/13	RINGER, RACHAEL L	Draft summary update for Committee members re: [REDACTED] [REDACTED] (.5), revise same (.5), e- mails with S. Zide and D. Mannal re: same (.4) further revise same per J. Brodsky comments (.3)	1.70	952.00
11/18/13	RINGER, RACHAEL L	Draft update to Committee members re: [REDACTED], e-mails with S. Zide, D. Blabey re: same (.5)	0.50	280.00
11/20/13	ZIDE, STEPHEN	Review and revise UCC update email and speak and email (.4) with R. Ringer re same (.2).	0.60	447.00
11/20/13	ALLARD, NATHANIEL	Draft update for Committee re: [REDACTED] [REDACTED] (.4), correspond w/ E. Frejka, R. Ringer re: same (.2), review same (.3).	0.90	382.50

Kramer Levin Naftalis & Frankel LLP

Page No. 139

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/20/13	RINGER, RACHAEL L	E-mail to Committee members re: Committee call (.2), review [REDACTED] (1.0) and prepare lengthy e-mail summary to Committee members re: [REDACTED] (1.8), revise e-mail to Committee members re: [REDACTED], e-mails with S. Zide re: same (.5), review/revise full update e-mail (.5)	4.00	2,240.00
11/21/13	ALLARD, NATHANIEL	Attend Committee meeting re: [REDACTED] (.5), correspond w/ R. Phillip re: same (.1); draft Committee meeting minutes re: same (.6).	1.20	510.00
11/21/13	FREJKA, ELISE S	Prepare for (.3) and participate in Committee meeting re: [REDACTED] (.5).	0.80	628.00
11/21/13	RINGER, RACHAEL L	Attend call with PSA Consenting Claimants and Committee members re: [REDACTED] (.5), correspond with K. Eckstein, D. Mannal, and S. Zide re: same (.3)	0.80	448.00
11/21/13	MANNAL, DOUGLAS	Prep for (.7) and attend consenting claimants' call re: [REDACTED] (.5).	1.20	990.00
11/23/13	RINGER, RACHAEL L	Review [REDACTED] to draft lengthy update to Committee members re: [REDACTED] (3.6)	3.60	2,016.00
11/24/13	RINGER, RACHAEL L	Revise draft update e-mail re: [REDACTED] (.5), e-mails with P. Kaufman and S. Zide re: same (.3), revise update e-mail re: same (.8), revise same (.6).	2.20	1,232.00
11/25/13	ZIDE, STEPHEN	Review and revise UCC update email re [REDACTED] (.2); email R. Ringer re same (.1).	0.30	223.50
11/25/13	ALLARD, NATHANIEL	Correspond w/ R. Ringer re: October and November Committee meeting minutes, prepare for 11/26 Committee meeting (.4).	0.40	170.00

Kramer Levin Naftalis & Frankel LLP

Page No. 140

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/25/13	RINGER, RACHAEL L	Begin draft of [REDACTED] update (.5), continue drafting Committee update e-mail re: [REDACTED] (.7), review [REDACTED] re: same (.4), e-mail to Committee members re: Committee call (.3), draft update to Committee members re: [REDACTED] (.4), revise update e-mail to Committee members, e-mails with D. Mannal and S. Zide re: same (.5), review presentation from Moelis for Committee call, e-mails with S. Zide re: same (.4)	3.20	1,792.00
11/25/13	MANNAL, DOUGLAS	Draft email to UCC re: [REDACTED] (.5).	0.50	412.50
11/26/13	ZIDE, STEPHEN	Participate on portion of Committee call re [REDACTED] (1.2). Email and speak with R. Ringer re update email re: same (.1).	1.30	968.50
11/26/13	ALLARD, NATHANIEL	Revise October and November Committee meeting minutes (1.0), correspond w/ R. Ringer re: same (.5); Prepare for 11/26 Committee meeting re: [REDACTED] (.3), attend portion of Committee meeting re: same (.6).	2.40	1,020.00
11/26/13	FREJKA, ELISE S	Draft [REDACTED] for Committee update email.	0.20	157.00
11/26/13	RINGER, RACHAEL L	Prepare for (.4) and attend (1.5) Committee call re: [REDACTED]. Correspond with D. Mannal, K. Eckstein and S. Zide re: same (.7), draft Committee update e-mail re: [REDACTED] (.9), e-mails with D. Mannal and S. Zide re: same (.3), revise same (.3) and e-mails with E. Frejka and D. Mannal re: same (.4).	4.50	2,520.00
11/26/13	MANNAL, DOUGLAS	Attend Committee call re: [REDACTED] (1.5); revise update email re: [REDACTED] (.4).	1.90	1,567.50
11/27/13	ALLARD, NATHANIEL	Draft summary of [REDACTED] (.4), correspond w/ D. Mannal, R. Ringer re: same (.2); prepare for (.3) and attend (.7) Committee meeting re: [REDACTED] draft Committee meeting minutes re: same (.6).	2.20	935.00
11/27/13	ECKSTEIN, KENNETH H.	Lead conference call with Committee re: [REDACTED] (.7).	0.70	693.00

Kramer Levin Naftalis & Frankel LLP

Page No. 141

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/27/13	RINGER, RACHAEL L	Prepare for (.3) and attend (.7) call with Consenting Claimants/Committee re: [REDACTED]	1.00	560.00
11/27/13	MANNAL, DOUGLAS	prep for (.2) and attend Plan conference call w/ Consenting Claimants re: [REDACTED] (.6)	0.80	660.00
11/27/13	ZIDE, STEPHEN	Participate on call with consenting claimants re [REDACTED]	0.60	447.00
11/27/13	ECKSTEIN, KENNETH H.	Correspond with R. Ringer re: Committee call and [REDACTED] (1.4).	1.40	1,386.00
11/29/13	RINGER, RACHAEL L	Revise Committee update e-mail re: [REDACTED] [REDACTED] (.3), further review and revise same for circulation to Committee(.3).	0.60	336.00
11/29/13	MANNAL, DOUGLAS	Draft memo to Committee re [REDACTED] [REDACTED] (1.1); email with R. Ringer re: same (.2).	1.30	1,072.50
TOTAL			<u>76.90</u>	<u>\$47,984.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)February 26, 2014
Invoice No. 641376**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
DIENSTAG, ABBE L.	PARTNER	2.50	2,187.50
BENTLEY, PHILIP	PARTNER	0.50	447.50
MANNAL, DOUGLAS	PARTNER	7.30	6,022.50
ZIDE, STEPHEN	ASSOCIATE	2.20	1,639.00
SIEGEL, CRAIG L	ASSOCIATE	2.70	2,092.50
SHIFER, JOSEPH A	ASSOCIATE	15.20	10,564.00
RINGER, RACHAEL L	ASSOCIATE	5.90	3,304.00
ALLARD, NATHANIEL	ASSOCIATE	1.90	807.50
SCHMIDT, SHAI	ASSOCIATE	<u>3.50</u>	<u>1,960.00</u>
<u>TOTAL</u>		<u>41.70</u>	<u>\$29,024.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/18/13	MANNAL, DOUGLAS	Call w/ J. Brodsky re: potential fee examiner issues (.2); research re: relevant precedent (.7); and revise memo re: same (1.1); correspond w/ N. Allard re: same (.3).	2.30	1,897.50
11/19/13	MANNAL, DOUGLAS	Email to J. Brodsky re: precedent on fee examiner (.3).	0.30	247.50
11/22/13	SIEGEL, CRAIG L	Call with S. Martin re: disputed claims reserve motion (.2); emails with S. Zide re: Collateral Agent estimation motion (.2); call with T. Foudy re: WF and estimation (.2); correspond with S. Schmidt re legal research on 502(c) and estimation (1.6).	2.20	1,705.00
11/22/13	SCHMIDT, SHAI	Perform legal research re estimation of claims (3.2); e-mails re same w/ C. Siegel (.3).	3.50	1,960.00
11/24/13	SIEGEL, CRAIG L	Analyze draft disputed claims motion (.4).	0.40	310.00
11/25/13	SHIFER, JOSEPH A	Draft (3.0) and revise (1.2) disputed claims reserve motion.	4.20	2,919.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/26/13	SIEGEL, CRAIG L	Correspond w/ J. Shifer and S. Zide re estimation motion and disputed claims reserve	0.10	77.50
11/26/13	BENTLEY, PHILIP	Review draft motion to estimate disputed claims.	0.50	447.50
11/26/13	MANNAL, DOUGLAS	Call w/ Cleary re: appointment of fee examiner (.3); correspond with K. Eckstein re: same (.3).	0.60	495.00
11/26/13	SHIFER, JOSEPH A	Review disputed claims in connection with drafting of disputed claims reserve motion (4.0).	4.00	2,780.00
11/26/13	SHIFER, JOSEPH A	Revise disputed claims reserve motion (3.5).	3.50	2,432.50
11/26/13	RINGER, RACHAEL L	Review transcripts re: fee applications and fee requests (2.8)	2.80	1,568.00
11/27/13	ALLARD, NATHANIEL	Review motion to establish disputed claims reserve (.8), correspond w/ J. Shifer re: same (.3).	1.10	467.50
11/27/13	ALLARD, NATHANIEL	Review Examiner motion for final fee application and examiner discharge motion (.5), review hearing transcripts re: same, correspond w/ D. Mannal, R. Ringer re: same (.3).	0.80	340.00
11/27/13	RINGER, RACHAEL L	Draft (.6) and revise (.3) letter to the Judge re: examiner final fee apps, call with D. Mannal, K. Eckstein, Cleary, J. Dubel re: same (1.1)	2.00	1,120.00
11/27/13	MANNAL, DOUGLAS	Call w/ MoFo re: Examiner Fee app (.2); conference call with K. Eckstein, J. Dubel, Cleary, R. Ringer re: examiner's final fee app (1.1); follow-up correspondence with K. Eckstein and R. Ringer re same (.3); revise letter to examiner re: final fee app (.3).	1.90	1,567.50
11/27/13	SHIFER, JOSEPH A	Revise draft reserve motion (1.7), emails with N. Allard, S. Zide, and D. Mannal re same (.6).	2.30	1,598.50
11/29/13	DIENSTAG, ABBE L.	Review (1.1) and draft (1.4) riders for Reserve Motion, including review of relevant plan and LTA provisions re: same.	2.50	2,187.50
11/29/13	RINGER, RACHAEL L	Revise letter to Judge re: examiner fee applications (1.1)	1.10	616.00
11/29/13	SHIFER, JOSEPH A	Emails with S. Zide re disputed claims reserve motion (.3).	0.30	208.50
11/29/13	MANNAL, DOUGLAS	Revise draft letter to J. Glenn re: examiner fees (1.7); email to R. Ringer and K. Eckstein re: same (.1).	1.80	1,485.00
11/29/13	MANNAL, DOUGLAS	Revise claims estimation motion (.4).	0.40	330.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/29/13	ZIDE, STEPHEN	Review (.5) and markup (1) DCR motion ; emails with J. Shifer and D. Mannal re same (.2).	1.70	1,266.50
11/30/13	SHIFER, JOSEPH A	Call with S. Zide re disputed claims reserve motion (.5), emails with S. Zide re same (.4)	0.90	625.50
11/30/13	ZIDE, STEPHEN	Correspond with J. Shifer re DCR motion (.5).	<u>0.50</u>	<u>372.50</u>
TOTAL			<u>41.70</u>	<u>\$29,024.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00012 (COURT HEARINGS)

February 26, 2014
Invoice No. 641376

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	50.00	49,500.00
SIMON, NORMAN	PARTNER	19.80	16,335.00
O'NEILL, P. BRADLEY	PARTNER	40.20	33,165.00
KAUFMAN, PHILIP	PARTNER	12.10	11,374.00
MANNAL, DOUGLAS	PARTNER	24.70	20,377.50
HOROWITZ, GREGORY A.	PARTNER	18.50	16,557.50
FREJKA, ELISE S	SPEC COUNSEL	12.20	9,577.00
ZIDE, STEPHEN	ASSOCIATE	32.10	23,914.50
SHIFER, JOSEPH A	ASSOCIATE	1.30	903.50
RINGER, RACHAEL L	ASSOCIATE	25.70	14,392.00
ALLARD, NATHANIEL	ASSOCIATE	10.50	4,462.50
BESSNER, DEBORAH	PARALEGAL	<u>7.30</u>	<u>2,153.50</u>
TOTAL		<u>254.40</u>	<u>\$202,712.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/04/13	ALLARD, NATHANIEL	Prepare for (.4) status conference re: plan objections; draft summary re: same (.5).	0.90	382.50
11/04/13	KAUFMAN, PHILIP	Prepare for (1.2) and attend pretrial conference with Court re: plan confirmation (2.0).	3.20	3,008.00
11/04/13	MANNAL, DOUGLAS	Prepare for (.1) and Attend status conference on confirmation hearing (2.0).	2.10	1,732.50
11/04/13	ECKSTEIN, KENNETH H.	Prepare for (.5) and attend court status conference re plan and phase 2 (2.0).	2.50	2,475.00
11/06/13	ALLARD, NATHANIEL	Prepare for JSN trial Phase I closing arguments (.3)	0.30	127.50
11/06/13	MANNAL, DOUGLAS	Listen to portion of closing arguments for Phase I trial (1.9).	1.90	1,567.50
11/06/13	ECKSTEIN, KENNETH H.	Prepare for (1.5) and participate at Phase I closing arguments (6.5).	8.00	7,920.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00012 (COURT HEARINGS)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/06/13	HOROWITZ, GREGORY A.	Participate in Phase I closing arguments before J. Glenn (6.5).	6.50	5,817.50
11/06/13	ZIDE, STEPHEN	Attend portion of closing argument on phase 1 hearing telephonically (4.5).	4.50	3,352.50
11/13/13	ALLARD, NATHANIEL	Review agenda for 11/15 hearing (.4), correspond w/ J. Shifer re: same (.2); prepare for hearing re: Syncora issues (.4)	1.00	425.00
11/13/13	BESSNER, DEBORAH	Continue preparation for 11/15 hearing re: omnibus claims objections (.5); finalize letter to Judge Glenn re: page extensions (.3).	0.80	236.00
11/13/13	RINGER, RACHAEL L	Prepare for 11/15 omnibus hearing, e-mails with S. Zide re: same (.4)	0.40	224.00
11/14/13	ALLARD, NATHANIEL	Draft notes re: confirmation status conference, correspond w/ R. Ringer re: same (.4); prepare for 11/15 omnibus hearing on Syncora issues, claim objections (.4).	0.80	340.00
11/14/13	BESSNER, DEBORAH	Finish compiling documents for 11/15 hearing re: omnibus claims objections and proofs of claims objections.	4.50	1,327.50
11/14/13	MANNAL, DOUGLAS	Prep for (1.3) and attend status conference re: confirmation hearing (1.0).	2.30	1,897.50
11/14/13	ECKSTEIN, KENNETH H.	Prepare for (1.5) and attend status conf re confirmation (1.0).	2.50	2,475.00
11/14/13	O'NEILL, P. BRADLEY	Prepare for (1.5) and attend status conference (1.5) re: confirmation.	3.00	2,475.00
11/15/13	ALLARD, NATHANIEL	Draft notes re: omnibus hearing (.4).	0.40	170.00
11/15/13	SHIFER, JOSEPH A	Monitor portion of hearing telephonically re Impac/Syncora, claim objections (1.3)	1.30	903.50
11/15/13	FREJKA, ELISE S	Prepare for (3.1) and attend omnibus claims hearing (2.6).	5.70	4,474.50
11/15/13	RINGER, RACHAEL L	Attend portion of omnibus Court hearing re: claims objection, fee applications, borrower adversary proceedings (2.0)	2.00	1,120.00
11/15/13	MANNAL, DOUGLAS	Prepare for (1.3) and attend hearing re: Syncora settlement and Borrower issues (2.6).	3.90	3,217.50
11/15/13	ZIDE, STEPHEN	Prepare for hearing on Impac (1); participate at portion of hearing re Impac assumption motion (.4).	1.40	1,043.00
11/18/13	ALLARD, NATHANIEL	Prepare for confirmation hearing (3.0), correspond w/ S. Zide, D. Bessner re: same (.5).	3.50	1,487.50
11/19/13	ALLARD, NATHANIEL	Prepare for confirmation hearing (.5)	0.50	212.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00012 (COURT HEARINGS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/19/13	RINGER, RACHAEL L	Prepare for (.9) and attend (8.0) Confirmation hearing/Phase II trial.	8.90	4,984.00
11/19/13	MANNAL, DOUGLAS	Attend portion of first day confirmation hearing re: opening statements.	6.50	5,362.50
11/19/13	ECKSTEIN, KENNETH H.	Prepare for (1.5) and participate at confirmation hearing (8.0).	9.50	9,405.00
11/19/13	SIMON, NORMAN	Attendance at portion of confirmation hearing/phase II trial for opening statements (7.3).	7.30	6,022.50
11/19/13	O'NEILL, P. BRADLEY	Prepare for (1.0) and attend (8.0) confirmation/Phase II trial.	9.00	7,425.00
11/19/13	ZIDE, STEPHEN	Attend portion of confirmation hearing re: opening statements (6.5).	6.50	4,842.50
11/20/13	HOROWITZ, GREGORY A.	Review J. Glenn comments re adequate protection, e-mails with D. Blabey re same (.5)	0.50	447.50
11/20/13	BESSNER, DEBORAH	Compile copies of the Dubel declaration for use at confirmation hearing (2).	2.00	590.00
11/20/13	RINGER, RACHAEL L	Prepare for (.8) and attend (5.7) portion of hearing re: Confirmation/JSN Phase II. Assist with preparation of Dubel witness binders for Confirmation/Phase II hearing (1.9)	8.40	4,704.00
11/20/13	MANNAL, DOUGLAS	Attend portion of confirmation hearing (6.1).	6.10	5,032.50
11/20/13	ECKSTEIN, KENNETH H.	Prepare for (1.0) and attend Confirmation hearing (8.0).	9.00	8,910.00
11/20/13	ZIDE, STEPHEN	Attend and assist at portion of confirmation hearing (6.8).	6.80	5,066.00
11/20/13	O'NEILL, P. BRADLEY	Prepare for (1.1) and attend Phase II confirmation trial (8.0).	9.10	7,507.50
11/21/13	ALLARD, NATHANIEL	Prepare for confirmation hearing (.3) correspond w/ C. Siegel, D. Blabey re: pre-trial order, review same (.5).	0.80	340.00
11/21/13	RINGER, RACHAEL L	Prepare for (.5) and attend (5.5) portion of hearing re: confirmation and Phase II of the JSN Adversary Proceeding.	6.00	3,360.00
11/21/13	ECKSTEIN, KENNETH H.	Prepare for (.5) and attend confirmation hearing (8.0).	8.50	8,415.00
11/21/13	SIMON, NORMAN	Attend confirmation hearing (8.0).	8.00	6,600.00
11/21/13	O'NEILL, P. BRADLEY	Prepare for (1.5) and attend confirmation hearing (8.0).	9.50	7,837.50
11/21/13	ZIDE, STEPHEN	Attend and assist at portion of confirmation hearing (6.5).	6.50	4,842.50
11/22/13	O'NEILL, P. BRADLEY	Prepare for (.6) and attend confirmation hearing (6.5).	7.10	5,857.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00012 (COURT HEARINGS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/22/13	ALLARD, NATHANIEL	Prepare for confirmation hearing (.4) correspond w/ KL team re: documents for confirmation hearing (.3); correspond w/ S. Zide re: confirmation hearing (.3).	1.00	425.00
11/22/13	HOROWITZ, GREGORY A.	Prepare for (.7) and attend (6.5) confirmation hearing.	7.20	6,444.00
11/22/13	ECKSTEIN, KENNETH H.	Participate at confirmation hearing (6.5).	6.50	6,435.00
11/22/13	KAUFMAN, PHILIP	Attend confirmation hearing (6.5).	6.50	6,110.00
11/22/13	SIMON, NORMAN	Attendance at portion of confirmation hearing (4.5).	4.50	3,712.50
11/22/13	ZIDE, STEPHEN	Attend portion of confirmation hearing (5.0) and correspond with G. Horowitz, P. Kaufman re: cross-examinations at confirmation hearing (1.0).	6.00	4,470.00
11/25/13	ALLARD, NATHANIEL	Prepare for confirmation hearing, correspond with D. Mannal re: same (.3); prepare for 11/26 hearing re: Kessler settlement (.2).	0.50	212.50
11/25/13	HOROWITZ, GREGORY A.	Prepare for (1.9) and participate at confirmation hearing (2.4).	4.30	3,848.50
11/25/13	ECKSTEIN, KENNETH H.	Prepare for (1.1) and attend confirmation hearing (2.4).	3.50	3,465.00
11/25/13	O'NEILL, P. BRADLEY	Prepare for (.1) and attend confirmation hearing (2.4).	2.50	2,062.50
11/25/13	KAUFMAN, PHILIP	Attend confirmation hearing (2.4).	2.40	2,256.00
11/26/13	ALLARD, NATHANIEL	Correspond w/ R. Ringer re: court conference (.1); prepare for (.1) and monitor portion of Kessler settlement hearing telephonically (.6).	0.80	340.00
11/26/13	FREJKA, ELISE S	Prepare for (4.1) and attend (1.4) Kessler settlement hearing; review Kessler documents (1).	6.50	5,102.50
11/26/13	MANNAL, DOUGLAS	Prep for (.5) and attend hearing re: approval of Kessler settlement (1.4).	1.90	1,567.50
11/26/13	ZIDE, STEPHEN	Call into telephonic court conference re: Phase II evidentiary issues (.4).	<u>0.40</u>	<u>298.00</u>
TOTAL			<u>254.40</u>	<u>\$202,712.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00013 (EMPLOYEE BENEFITS/EXECUTIVE COMPENSATION.)

February 26, 2014
Invoice No. 641376

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
MANNAL, DOUGLAS	PARTNER	0.20	165.00
RITTER, PAUL M	COUNSEL	3.00	2,550.00
ZIDE, STEPHEN	ASSOCIATE	3.70	2,756.50
ALLARD, NATHANIEL	ASSOCIATE	3.60	1,530.00
BESSNER, DEBORAH	PARALEGAL	1.60	472.00
<u>TOTAL</u>		<u>12.10</u>	<u>\$7,473.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/13	ALLARD, NATHANIEL	Review proposed KEIP and severance issues (1.8), correspond w/ S. Zide re: same (.3).	2.10	892.50
11/04/13	ZIDE, STEPHEN	Research re executive comp and vesting issues (1.5); emails with P. Ritter re employment contracts (.1).	1.60	1,192.00
11/04/13	BESSNER, DEBORAH	Compile documents for S. Zide re KEIP-KERP overview and AIP motion.	1.60	472.00
11/04/13	RITTER, PAUL M	Revise proposed employment agreement.	1.20	1,020.00
11/05/13	ZIDE, STEPHEN	Emails with P. Ritter re compensation issues (.2).	0.20	149.00
11/05/13	RITTER, PAUL M	Revise proposed employment agreement (1.1) and correspond re: same w/ J. Brodsky (.2).	1.30	1,105.00
11/11/13	RITTER, PAUL M	Revise employment agreement and correspond re: same w/ J. Brodsky.	0.50	425.00
11/21/13	ZIDE, STEPHEN	Emails with J. Brodsky re KERP (.1).	0.10	74.50
11/22/13	ALLARD, NATHANIEL	Correspond w/ S. Zide re: KEIP-KERP issues (.2).	0.20	85.00
11/25/13	ZIDE, STEPHEN	Emails and calls with J. Brodsky and A. Holtz re KERP program (.2).	0.20	149.00
11/25/13	ALLARD, NATHANIEL	Review KEIP/KERP orders, correspond w/ S. Zide, D. Bessner re: same (.4).	0.40	170.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00013 (EMPLOYEE BENEFITS/EXECUTIVE COMPENSATION.)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/27/13	ALLARD, NATHANIEL	Review compensation and KEIP/KERP orders (.6), correspond w/ S. Zide re: same (.3).	0.90	382.50
11/27/13	ZIDE, STEPHEN	Emails and calls with Mofo, company, D. Mannal and J. Brodsky re KERP program (.5) and review program documents re: same (.7).	1.20	894.00
11/27/13	MANNAL, DOUGLAS	Emails with J. Brodsky and MoFo re: KEIP/KERP programs (.2).	0.20	165.00
11/29/13	ZIDE, STEPHEN	Emails with J. Brodsky re employment agreements (.4).	<u>0.40</u>	<u>298.00</u>
TOTAL			<u>12.10</u>	<u>\$7,473.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00014 (TAX MATTERS)February 26, 2014
Invoice No. 641376**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
HERZOG, BARRY	PARTNER	34.40	30,788.00
MANNAL, DOUGLAS	PARTNER	3.30	2,722.50
STOOPACK, HELAYNE O.	SPEC COUNSEL	12.10	9,740.50
SAAB, SALLY K	ASSOCIATE	<u>9.50</u>	<u>4,037.50</u>
TOTAL		<u>59.30</u>	<u>\$47,288.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/13	HERZOG, BARRY	Call with T. Maynes re: residual interests and related issues (0.3); related follow-up correspondence w/ T. Maynes (0.4), discuss same w/ D. Mannal (.3); draft write-up for S. Gee at IRS re: tax treatment of transfers to Liquidating Trust (1.4); prepare for 11/4 pre-sub conf w/ IRS (0.7).	3.10	2,774.50
11/01/13	HERZOG, BARRY	Emails w/J. Sharret and others re: sales tax; correspond w/ S. Saab re: same.	0.40	358.00
11/01/13	SAAB, SALLY K	Research re: bankruptcy code sec. 1146 and state taxes (1.0); correspond with B. Herzog re: same and re: private letter ruling request (.5).	1.50	637.50
11/01/13	MANNAL, DOUGLAS	Discuss with B. Herzog re: REMIC trusts treatment under plan (.3); Call w/ MoFo re: same (.6).	0.90	742.50
11/03/13	HERZOG, BARRY	Prepare for 11/4 pre-sub conf w/ IRS.	2.00	1,790.00
11/04/13	STOOPACK, HELAYNE O.	Meeting w/ IRS and B. Herzog re: private letter ruling request (1.5); prepare for same (1.8).	3.30	2,656.50
11/04/13	HERZOG, BARRY	Pre-sub conf with IRS and H. Stoopack (1.5); prepare for same (2.2) and related follow-up correspondence with R. Cima (1.3).	5.00	4,475.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00014 (TAX MATTERS)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/05/13	STOOPACK, HELAYNE O.	Draft e-mail to IRS re: tax issues (2.8); discuss same w/ B. Herzog, R. Cima (0.7); conf. call w/ B. Herzog, R. Cima re: QSF issue (0.9).	4.40	3,542.00
11/05/13	HERZOG, BARRY	Discuss w/ R. Cima and H. Stoopack re: RMBS Claims trust ruling request (0.7); perform follow-up analysis re: same (1.1); follow-up call w/ R. Cima and H. Stoopack re: same (0.9); draft letter to S Gee re: QSF qualification (1.6); perform related analysis of documents re: same (0.6).	4.90	4,385.50
11/05/13	SAAB, SALLY K	Perform research re: tax consequences of abandoning an asset	1.60	680.00
11/06/13	STOOPACK, HELAYNE O.	Draft revisions to e-mail to IRS (0.5); correspond w/ B. Herzog re: same (0.5).	1.00	805.00
11/06/13	HERZOG, BARRY	Disc w/ C. Littlefield re: REMIC issues (0.3); perform analysis re: non-REMIC residuals (0.5); correspond w/R. Cima re: QSF (0.4); revise letter to S Gee re: same (0.8); perform follow-up analysis re: same (0.9).	2.90	2,595.50
11/06/13	SAAB, SALLY K	Perform research re: tax consequences of abandoning assets (3.5), analyze same (1.0), correspond w/ B. Herzog re: same (.4).	4.90	2,082.50
11/07/13	HERZOG, BARRY	Discuss w/ S Gee re: RMBS Trust PLR (0.4); correspond re: same w/ H. Stoopack (0.2); analyze tax consequences of abandonment (1.6).	2.20	1,969.00
11/07/13	SAAB, SALLY K	Perform research re: tax consequences of asset abandonment.	0.80	340.00
11/08/13	HERZOG, BARRY	Call w/ H. Tucker to disc. non-REMIC residuals (0.6); discuss w/ T. Maynes re: residuals (0.3); related emails w/ D. Mannal (0.4); perform follow up analysis re: same (0.5); review RMBS Trust PLR (0.2).	2.00	1,790.00
11/10/13	HERZOG, BARRY	Discussion with D. Mannal and J. Brodsky re: non-REMIC residuals and for. subs.	0.40	358.00
11/10/13	MANNAL, DOUGLAS	Correspond w/ J. Brodsky and B. Herzog re: tax treatment on REMICs and foreign subs (.4); revise email to AFI re: same (.3).	0.70	577.50
11/11/13	HERZOG, BARRY	Correspond w/ D. Mannal, T Humphreys re: non-REMIC residuals and for. subs (0.6); related emails w/ J. Horner and others (0.5); mark-up plan amendment re: same (0.3); perform related analysis re: same (0.4).	1.80	1,611.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00014 (TAX MATTERS)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/11/13	SAAB, SALLY K	Correspondence with B. Herzog re: IRS ruling request.	0.20	85.00
11/11/13	MANNAL, DOUGLAS	Prep for (.2) and attend call with MoFo re: abandonment of certain assets in light of tax issues (.4).	0.60	495.00
11/12/13	STOOPACK, HELAYNE O.	Revisions to 2-part for IRS ruling request.	1.10	885.50
11/12/13	SAAB, SALLY K	Correspondence with B. Herzog and H. Stoopack re: IRS ruling request.	0.50	212.50
11/13/13	STOOPACK, HELAYNE O.	Finalize revisions to 2-part for IRS ruling request.	0.60	483.00
11/13/13	HERZOG, BARRY	Emails w/ T. Maynes re: foreign subs (0.2); perform related analysis (0.3); discuss w/A. Nivs re: NIMs (0.2) ; related emails w/A Nivs re: same (0.3); analyze issues re: same (0.2); email w /J. Sharret and D. Mannal re: DOJ language in confirmation order: re: tax resolution (0.2).	1.40	1,253.00
11/14/13	STOOPACK, HELAYNE O.	Discuss w/ B. Herzog re: 2-part for IRS ruling request (0.3); revisions to same (0.4).	0.70	563.50
11/14/13	HERZOG, BARRY	Review and mark revised draft of Liquidating Trust PLR request(0.3); discuss same w/ H. Stoopack (0.2); discuss w/T Humphreys re: relevant precedent (0.2); related correspondence w/ D. Mannal and S. Saab (0.4); follow-up analysis re: same (0.3).	1.40	1,253.00
11/15/13	HERZOG, BARRY	Review revised two part ruling (.4); related emails w/ H. Stoopack re: same (.2).	0.60	537.00
11/19/13	HERZOG, BARRY	Emails to J Horner re: abandonment related issues.	0.60	537.00
11/20/13	STOOPACK, HELAYNE O.	Draft ruling request re: RMBS Claims Trust/QSF.	0.80	644.00
11/20/13	HERZOG, BARRY	Discuss w/ J Brodsky re: tax issues in liquidating trust (0.2); discuss w/S Gee and R Hirshorn at IRS re: RMBS Claims Trust ruling request (0.2); related emails to R Cima re: same (0.2); correspond re: same w/ H. Stoopack (0.1); perform follow-up analysis re: same (0.6).	1.30	1,163.50
11/24/13	MANNAL, DOUGLAS	Email to B. Herzog re: tax issues related to liquidating trust (.3).	0.30	247.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00014 (TAX MATTERS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/25/13	STOOPACK, HELAYNE O.	Review B. Herzog e-mail to IRS.	0.20	161.00
11/25/13	HERZOG, BARRY	Draft cover letter to IRS re: PLR request (1.0); review revised draft ruling (.4).	1.40	1,253.00
11/26/13	HERZOG, BARRY	Email to IRS re: PLR request (0.2); discuss w/J Brodsky re: sale of non-REMIC residuals (0.2); discuss same w/J Dermont (0.1); perform follow up analysis re: same (0.6); call w/ D. Mannal re: tax issues (.4).	1.50	1,342.50
11/26/13	MANNAL, DOUGLAS	Call w/ J. Horner re: Canadian tax issues (.4); call with B. Herzog re: tax issues for liquidating trust (.4).	0.80	660.00
11/27/13	HERZOG, BARRY	Correspond w. J Horner, J Brodsky re: proposed Chotin sale (0.9); discuss w/H Tucker re: foreign subs (0.4).	1.30	1,163.50
11/29/13	HERZOG, BARRY	Emails w/ J. Horner re: proposed Chotin sale.	<u>0.20</u>	<u>179.00</u>
TOTAL			<u>59.30</u>	<u>\$47,288.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

February 26, 2014
Invoice No. 641376

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
MANNAL, DOUGLAS	PARTNER	14.50	11,962.50
FREJKA, ELISE S	SPEC COUNSEL	42.40	33,284.00
ZIDE, STEPHEN	ASSOCIATE	1.30	968.50
SHIFER, JOSEPH A	ASSOCIATE	43.20	30,024.00
RINGER, RACHAEL L	ASSOCIATE	0.30	168.00
KAUP, ANASTASIA N	ASSOCIATE	19.40	9,603.00
GUCCION, MARY K	ASSOCIATE	7.20	4,032.00
ALLARD, NATHANIEL	ASSOCIATE	1.70	722.50
BESSNER, DEBORAH	PARALEGAL	<u>10.50</u>	<u>3,097.50</u>
TOTAL		<u>140.50</u>	<u>\$93,862.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/13	KAUP, ANASTASIA N	Emails w/ J. Shifer re: disputed claims reserve research (.1).	0.10	49.50
11/01/13	SHIFER, JOSEPH A	Review CIBM claim (.8), review disputed claims data (.8), numerous emails with M. Talarico re same (.4), confs with M. Talarico re unit allocation analysis (.6), emails with A. Gibler re same (.4), revise DCR presentation for UCC (1.2), call with A. Gibler re same (.3).	4.50	3,127.50
11/01/13	FREJKA, ELISE S	Review (.4) and comment on (.2) reply to PNC objection to Kessler settlement; review (.7) and comment on (.4) Moore settlement agreement.	1.70	1,334.50
11/01/13	MANNAL, DOUGLAS	Revise draft stipulation resolving Syncora's claims (.7); email with MoFo re: same (.4).	1.10	907.50
11/03/13	FREJKA, ELISE S	Review revised draft 9019 Motion approving resolution of Mitchell claims (.8); review draft stipulation regarding Tortia claims (.4).	1.20	942.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/03/13	SHIFER, JOSEPH A	Confs with M. Talarico re disputed claims (1.2), review claims data re same (.7)	1.90	1,320.50
11/04/13	KAUP, ANASTASIA N	Review numerous POCs and claims-related filings re: securities indemnification claims (2.3); emails w/ J. Shifer, A. Dove re: disputed claims reserve motion, related claims issues (.3); correspond w/ J. Shifer re: same (.2).	2.80	1,386.00
11/04/13	SHIFER, JOSEPH A	Correspond with D. Mannal and J. Brodsky re claims presentation (.3), revisions to same (.6), follow up email with J. Brodsky re same (.5), emails with D. Harris and E. Frejka re borrower claims (.4), review disputed claims presentation (2.1), email w/ M. Talarico re disputed claims presentation (.7), emails with A. Dove and A. Kaup re securities indemnification claims (.3)	4.90	3,405.50
11/04/13	MANNAL, DOUGLAS	Email w/ Weil re: Syncora claim stipulation (.2).	0.20	165.00
11/04/13	FREJKA, ELISE S	Emails with J. Wishnew regarding Tortia claims and strategy (.2); review stipulation extending bar date in Mitchell (.1); comment on Kessler response to PNC objection and Sinclair objection (1.2); emails with M.A. Gallagher, J. Walsh, J. Wishnew, F. Walters, D. Flanigan regarding same (.2); email with A. Friedman regarding same (.1).	1.80	1,413.00
11/05/13	KAUP, ANASTASIA N	Attend call w/ J. Shifer, A. Dove, Debtors' counsel re: securities claims issues (.4); follow-up correspondence w/ J. Shifer, A. Dove re: same (.1).	0.50	247.50
11/05/13	SHIFER, JOSEPH A	Conference call with J. Rothberg, J. Beha, and A. Dove re securities claims (.4), numerous emails with M. Talarico re disputed claims reserve presentation (.8), confer with M. Talarico re same (.5), confer with D. Mannal re same (.2), calls with N. Rosenbaum, J. Wishnew and FTI team re DCR presentation (1.4), revisions to presentation re: Disputed Claims Reserve (3.6), review disputed claims (1.2), emails with A. Gibler re unit allocations (.3).	8.40	5,838.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/05/13	MANNAL, DOUGLAS	Review mark-up of Syncora stipulation (.3); email with J. Shifer re: same (.1); revise Syncora stipulation (.3); call w/ FTI on claims estimates (.8); correspond with J. Shifer and S. Zide re: Impac settlement (.4), confer w/ J. Shifer re: disputed claims reserve (.2).	2.10	1,732.50
11/06/13	KAUP, ANASTASIA N	Perform legal research re: Section 502/claims issues (2.2); draft Section 502 claims objection (1.9); emails w/ J. Shifer, A. Dove re: same (.1).	4.20	2,079.00
11/06/13	SHIFER, JOSEPH A	Revise presentation re Disputed Claims Reserve (1.8), numerous emails with M. Talarico and N. Rosenbaum re same (.8), confer with same re same (1.3), conf with D. Mannal re Syncora stipulation (.8), revisions to same (1.3), correspond with A. Dove re securities claims (.2), email to J. Rothberg re same (.2)	6.40	4,448.00
11/06/13	BESSNER, DEBORAH	Begin preparations for 11/15 hearings re omnibus claims objections.	1.50	442.50
11/06/13	FREJKA, ELISE S	Call with W. Nora regarding potential resolution of Nora claims and adversary proceedings (.7); emails with S. Martin regarding parameters of settlement re: same (.2); review draft settlement agreement for open issues (.8) and revise same (1.0).	2.70	2,119.50
11/06/13	MANNAL, DOUGLAS	Confer w/ J. Shifer re: Syncora stipulation (.8), revise same (.3).	1.10	907.50
11/07/13	KAUP, ANASTASIA N	Perform legal research re: Section 502 and 510 issues (4.0); revise claims objection (.9) and memo summarizing same (.7); correspond w/ J. Shifer re: same (.6); perform further legal research re: section 502 (2.2).	8.40	4,158.00
11/07/13	SHIFER, JOSEPH A	Emails with D. Horst re disputed claims (.2), correspond with D. Mannal and N. Allard re Syncora stipulation (.3), call with Syncora counsel, D. Mannal re same (.6), emails with J. Petts and G. Lee re same (.5), correspond with N. Allard re same (.3), correspond with A. Dove and A. Kaup re securities claims (.8), perform legal research re same (.5).	3.20	2,224.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/07/13	FREJKA, ELISE S	Review (1.4) and provide comments on (.7) Moore/Cap Re settlement; emails with J. Wishnew, R. Nosek regarding omnibus claims objections (.2); discussion with D. Horst regarding specific claim issues (.3); emails with N. Rosenbaum regarding Nora note (.1); call with W. Nora regarding resolution of claim (.2).	2.90	2,276.50
11/07/13	MANNAL, DOUGLAS	Email with RMBS Trustees re: Syncora (.3); revise Syncora stip (.8); call w/ Weil, J. Shifer re: Syncora stip (.6).	1.70	1,402.50
11/08/13	FREJKA, ELISE S	Review Alliance stipulation resolving claim (.2); review Rippy response to claim objection and email with B. Powers regarding same (.2); emails regarding omnibus objection to res judicata claims with J. Wishnew and R. Nosek (.2); review draft objection regarding same and comment (.7); review Universal Restoration Services claim and adversary proceeding (.4).	1.70	1,334.50
11/08/13	MANNAL, DOUGLAS	Review (.2) and comment (.3) on Syncora stip; email to counsel for Syncora re: open issues (.7); email w/ Alston Bird re: Trustee language re: same (.3).	1.50	1,237.50
11/10/13	MANNAL, DOUGLAS	Call w/ counsel for Syncora re: stip (.5); comment on same (.4).	0.90	742.50
11/11/13	BESSNER, DEBORAH	Create proofs of claim binders for 11/15 hearing (1.3); create index re same (.7).	2.00	590.00
11/11/13	BESSNER, DEBORAH	Compile WFBNA POC (.7); create chart of same (.3).	1.00	295.00
11/11/13	FREJKA, ELISE S	Call with W. Nora regarding resolution of claims (.3); draft claim settlement agreement with Nora (4.1); call with S. Martin regarding same (.3); call with W. Nora regarding material terms of agreement (.2); call with J. Bernbrock, S. Martin regarding Nora settlement (.2); call with W. Nora regarding Ally connections (.2); review Ally comments to release for Nora agreement (.3); review and comment on Peel settlement agreement (.5); review (.7) and comment on (.4) Mitchell 9019 motion and settlement.	7.20	5,652.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/12/13	FREJKA, ELISE S	Call with W. Nora regarding settlement agreement (.3); revise settlement agreement with Nora (2.4); call with S. Martin regarding same (.3); call with W. Nora regarding material terms of agreement (.2); call with J. Bernbrock, S. Martin regarding Nora settlement (.2); final review of Mitchell 9019 (.9); email to B. Masumoto regarding tier 2 settlement (.6).	4.90	3,846.50
11/12/13	SHIFER, JOSEPH A	Emails with D. Horst and N. Rosenbaum re claims status (.7), emails with S. Tandberg and M. Talarico re satisfied claims (.8), review data re same (1.3).	2.80	1,946.00
11/13/13	SHIFER, JOSEPH A	Call with D. Horst and N. Rosenbaum re FHA claims (.5), review analysis of same (.3), emails with J. Wishnew, D. Mannal re non-borrower claim settlement (.3), emails with E. Richards re GVC settlement (.4), emails with S. Zide and D. Mannal re same (.3)	1.80	1,251.00
11/13/13	ALLARD, NATHANIEL	Review HP stipulation (.8), correspond w/ R. Ringer re: same (.2).	1.00	425.00
11/13/13	FREJKA, ELISE S	Call with W. Nora regarding final comments to settlement agreement (.5); follow up call with S. Martin regarding same (.3); call to Chambers regarding settlement and withdrawal of documents (.2); draft withdrawal documents for Nora settlement (1.1); review note re: same (.2); call with S. Martin regarding same (.1); emails with M. Augustine regarding Rothstein settlement (.2).	2.60	2,041.00
11/13/13	MANNAL, DOUGLAS	Correspond with E. Frejka re: Nora stip (.3); call and email w/ J. Brodsky re: same (.1); call and email w/ T. Hamzehpour re: same (.2); call w/ Trustees re: Syncora stipulation (.3); call w/ counsel for Syncora re: same (.5); revise Syncora stipulation (.2).	1.60	1,320.00
11/14/13	BESSNER, DEBORAH	Email A. Dove and D. Mannal re: NCUAB claims.	0.70	206.50
11/14/13	BESSNER, DEBORAH	Compile Kessler Settlement documents for E. Frejka.	0.80	236.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/14/13	FREJKA, ELISE S	Prepare for omnibus claims hearing (3.1); review and comment on Throm settlement (.4); email to J. Wishnew regarding same (.2); review motion regarding Anyanwu claim (.2); finalize Nora settlement (1.9).	5.80	4,553.00
11/15/13	BESSNER, DEBORAH	Compile binder re: NCUAB claim (.7) and create index re: same (.3).	1.00	295.00
11/15/13	FREJKA, ELISE S	Review PNC request for judicial notice of certain pleadings in connection with Kessler 9019 motion (.5); emails with M.A. Gallagher regarding same (.2); letter to W. Nora with original note (.3).	1.00	785.00
11/18/13	FREJKA, ELISE S	Analysis of Rode claims (.8); analysis of Wilson claims (.3); review PNC Judicial Notice in connection with Kessler settlement (.4); emails with M.A. Gallagher, J. Wishnew regarding same (.4).	1.90	1,491.50
11/20/13	KAUP, ANASTASIA N	Review numerous borrower claims (2.4); summarize same (.9).	3.30	1,633.50
11/20/13	ALLARD, NATHANIEL	Correspond w/ E. Frejka re: Rode claims, research same (.5).	0.50	212.50
11/20/13	BESSNER, DEBORAH	Compile documents re: GMAC-Impac settlement.	0.20	59.00
11/20/13	FREJKA, ELISE S	Review Schermerhorn response to claim objection.	0.50	392.50
11/20/13	MANNAL, DOUGLAS	Research Rode claim (.3); office conference with Silverman Acampora re: settlement of same (.3).	0.60	495.00
11/21/13	ALLARD, NATHANIEL	Correspond w/ SilvermanAcampora re: hearing transcripts with respect to borrower claims issues (.2).	0.20	85.00
11/21/13	BESSNER, DEBORAH	Compile Kessler binders (1); create index re: same (.7); compile all Kessler related pleadings in binders for Court (1).	2.70	796.50
11/21/13	FREJKA, ELISE S	Review (.8) and comment on (.4) revised Moore settlement agreement; emails with N. Rosenbaum, R. Nosek regarding resolution of Rode claim (.3).	1.50	1,177.50
11/21/13	SHIFER, JOSEPH A	Review presentation re disputed claims (.6), follow up emails with M. Talarico and D. Mannal re same (.8)	1.40	973.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/22/13	KAUP, ANASTASIA N	Emails w/ J. Shifer re: status of disputed claims reserve motion (.1).	0.10	49.50
11/22/13	GUCCION, MARY K	Correspond w/ C. Siegel re claims indemnification issue (1.7); perform legal research re: same (2.5).	4.20	2,352.00
11/22/13	FREJKA, ELISE S	Call with R. Nosek, N. Rosenbaum regarding resolution of Rode claim (.2); review company analysis regarding same (.1); conference call with J. Walsh, M.A. Gallagher, F. Walters, N. Rosenbaum, J. Wishnew regarding preparation for Kessler hearing (.5); conference call with M. Helland, N. Rosenbaum, Jackson Lewis attorneys regarding Bollinger settlement (.8); review updated spreadsheet regarding claims allowance in Bollinger (.3).	1.90	1,491.50
11/22/13	SHIFER, JOSEPH A	Emails with M. Talarico re disputed claims (.4), emails with N. Rosenbaum re same (.5)	0.90	625.50
11/23/13	GUCCION, MARY K	Perform legal research re: indemnification claims.	3.00	1,680.00
11/23/13	SHIFER, JOSEPH A	Emails with S. Zide, N. Rosenbaum, J. Wishnew, T. Foudy re claims estimation (.4)	0.40	278.00
11/24/13	RINGER, RACHAEL L	E-mails with J. Shifer re: claims reserve documents (.3)	0.30	168.00
11/24/13	SHIFER, JOSEPH A	Call with D. Mannal, N. Rosenbaum, J. Wishnew, T. Foudy re claims estimation (.7), follow up emails with S. Zide and R. Ringer re same (.6), review draft of motion re same (2.3).	3.60	2,502.00
11/24/13	MANNAL, DOUGLAS	Attend call w/ MoFo, J. Shifer re: estimation motion (.7); follow-up correspondence re: same w/ J. Sharret and S. Zide (.3).	1.00	825.00
11/24/13	ZIDE, STEPHEN	Call with MoFo, D. Mannal and J. Shifer re reserve motion (.7); follow up correspondence with D. Mannal and J. Shifer re same (.5); review draft motion (.1).	1.30	968.50
11/25/13	SHIFER, JOSEPH A	Correspond with S. Zide and D. Eggermann re JSN fee claims (.4), confer with M. Talarico re disputed claims (.5)	0.90	625.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/25/13	FREJKA, ELISE S	Review and comment on stipulation setting hearing regarding Tortia claims (.2); email with J. Wishnew regarding same (.1); review and comment on revised order approving Kessler settlement (.3); conference call with N. Rosenbaum, R. Nosek, J. Uzek regarding Rode claim (.9); follow up call with N. Rosenbaum, R. Nosek regarding same (.2); review Nora notice of dismissal (.1); call with S. Martin regarding same (.1).	1.90	1,491.50
11/25/13	MANNAL, DOUGLAS	TCF w/ MoFo re: estimation of claims for reserve (.6); follow-up correspondence with S. Zide and J. Shifer re: same (.5).	1.10	907.50
11/26/13	BESSNER, DEBORAH	Compile Hewlett Packard proofs of claim.	0.60	177.00
11/26/13	SHIFER, JOSEPH A	Emails with N. Rosenbaum and M. Talarico re disputed claims (.4).	0.40	278.00
11/27/13	FREJKA, ELISE S	Review opinion expunging Papas claim (.5); emails with V. Marriott, J. Wishnew, M. Biggers, J. Wishnew regarding final order approving Kessler and reservation of rights(.6); review final proposed language offer: same (.1).	1.20	942.00
11/27/13	SHIFER, JOSEPH A	Call with J. Brodsky re disputed claims (.5), confer with M. Talarico re same (1.2).	1.70	1,181.50
11/30/13	MANNAL, DOUGLAS	Perform research re: claims and Liquidating Trust issues (1.4); email with R. Ringer and K. Eckstein re: same (.2).	<u>1.60</u>	<u>1,320.00</u>
TOTAL			<u>140.50</u>	<u>\$93,862.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00017 (CREDITOR INQUIRIES)

February 26, 2014
Invoice No. 641376

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ALLARD, NATHANIEL	ASSOCIATE	0.10	42.50
BESSNER, DEBORAH	PARALEGAL	<u>0.50</u>	<u>147.50</u>
TOTAL		<u>0.60</u>	<u>\$190.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/14/13	ALLARD, NATHANIEL	Correspond w/ SilvermanAcampora re: borrower inquiries (.1).	0.10	42.50
11/20/13	BESSNER, DEBORAH	Update log of calls received on creditor hotline (.3).	0.30	88.50
11/26/13	BESSNER, DEBORAH	Log calls received on creditor hotline (.2).	<u>0.20</u>	<u>59.00</u>
TOTAL			<u>0.60</u>	<u>\$190.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00018 (RETENTION OF PROFESSIONALS)

February 26, 2014
Invoice No. 641376

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
BESSONETTE, JOHN	PARTNER	0.40	330.00
MANNAL, DOUGLAS	PARTNER	1.40	1,155.00
FREJKA, ELISE S	SPEC COUNSEL	1.40	1,099.00
ZIDE, STEPHEN	ASSOCIATE	0.40	298.00
RINGER, RACHAEL L	ASSOCIATE	0.40	224.00
ALLARD, NATHANIEL	ASSOCIATE	<u>4.20</u>	<u>1,785.00</u>
TOTAL		<u>8.20</u>	<u>\$4,891.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/03/13	ALLARD, NATHANIEL	Correspond w/ S. Zide, R. Ringer re: ordinary course professionals (.5).	0.50	212.50
11/03/13	RINGER, RACHAEL L	Correspond with D. Mannal, S. Zide re: OCP order (.4).	0.40	224.00
11/07/13	MANNAL, DOUGLAS	TCF w/ MoFo and J. Brodsky re: insurance broker (.2).	0.20	165.00
11/11/13	MANNAL, DOUGLAS	Attend conference call with J. Brodsky and MoFo re: insurance broker (.5).	0.50	412.50
11/17/13	ZIDE, STEPHEN	Correspond with D. Mannal and R. Ringer re insurance broker (.4).	0.40	298.00
11/19/13	MANNAL, DOUGLAS	Coordinate retention of insurance expert (.2).	0.20	165.00
11/19/13	ALLARD, NATHANIEL	Draft confidentiality agreement for insurance consultant (.7), correspond w/ D. Mannal, A. Dove, R. Ringer re: same (.5).	1.20	510.00
11/20/13	ALLARD, NATHANIEL	Revise AON confidentiality agreement (.8); correspond w/ Aon, Debtors, D. Mannal, E. Frejka re: same (.5); correspond w/ E. Frejka re: Aon engagement (.3).	1.60	680.00
11/21/13	FREJKA, ELISE S	Draft engagement letter for Aon as insurance consultant.	0.70	549.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00018 (RETENTION OF PROFESSIONALS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/21/13	ALLARD, NATHANIEL	Correspond w/ Aon, D. Mannal re: confi (.3), revise same (.3).	0.60	255.00
11/22/13	FREJKA, ELISE S	Follow up regarding engagement of Aon as consultant (.2); review confi agreement (.2); emails with J. Brodsky regarding same (.1).	0.50	392.50
11/25/13	FREJKA, ELISE S	Follow up regarding AON engagement, confidentiality agreement.	0.20	157.00
11/25/13	ALLARD, NATHANIEL	Correspond w/ E. Frejka re: Aon confi (.3).	0.30	127.50
11/29/13	BESSONETTE, JOHN	Emails with B. Tyson re terms of engagement of Mt. View with respect to non-government loan sale and revisions to same (.4).	0.40	330.00
11/29/13	MANNAL, DOUGLAS	Comment on Mountain View's engagement letter (.5).	<u>0.50</u>	<u>412.50</u>
TOTAL			<u>8.20</u>	<u>\$4,891.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)

February 26, 2014
Invoice No. 641376

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ZIDE, STEPHEN	ASSOCIATE	2.70	2,011.50
RINGER, RACHAEL L	ASSOCIATE	46.80	26,208.00
ALLARD, NATHANIEL	ASSOCIATE	25.90	11,007.50
CHOUPROUTA, ANDREA	PARALEGAL	5.50	1,760.00
BECKER, BRYON	PARALEGAL	23.30	6,873.50
BESSNER, DEBORAH	PARALEGAL	<u>10.00</u>	<u>2,950.00</u>
TOTAL		<u>114.20</u>	<u>\$50,810.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/03/13	ALLARD, NATHANIEL	Draft fourth interim fee application (1.1), correspond w/ D. Bessner, R. Ringer re: same (.2).	1.30	552.50
11/05/13	ALLARD, NATHANIEL	Correspond re: fourth interim fee application w/ R. Ringer, D. Bessner (.5)	0.50	212.50
11/05/13	RINGER, RACHAEL L	Review (.3) and revise (.5) fourth interim fee application.	0.80	448.00
11/06/13	ALLARD, NATHANIEL	Revise fourth interim fee application (2.8), correspond w/ D. Bessner re: same (.4)	3.20	1,360.00
11/06/13	BESSNER, DEBORAH	Insert R. Ringer edits into the Fourth Interim Fee Application (2); correspond with N. Allard re same (.5).	2.50	737.50
11/08/13	ALLARD, NATHANIEL	Draft fourth interim fee application (2.0)	2.00	850.00
11/10/13	ALLARD, NATHANIEL	Draft fourth interim fee application (2.0)	2.00	850.00
11/10/13	RINGER, RACHAEL L	Draft summary of examiner fee requests (.6)	0.60	336.00
11/12/13	BESSNER, DEBORAH	Correspond with B. Becker re: upcoming fee application.	1.00	295.00
11/13/13	ALLARD, NATHANIEL	Correspond w/ R. Ringer re: fourth interim fee application.	0.30	127.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/13/13	RINGER, RACHAEL L	Prepare fee application (4.5), review billing for privilege and confidentiality issues in preparation for next interim fee application (2.8)	7.30	4,088.00
11/14/13	ZIDE, STEPHEN	Review (.6) and comment (.4) on fourth interim fee application.	1.00	745.00
11/14/13	RINGER, RACHAEL L	Revise portions of KL fee application (2.8), review billing for privilege issues for inclusion in fee application (.5), continue revising KL fee application (2.0), and Committee professionals fee applications (1.5).	6.80	3,808.00
11/15/13	BECKER, BRYON	Complete summary page of fourth interim fee application for attorney review (.3); correspond re: same w/ R. Ringer (.2).	0.50	147.50
11/15/13	RINGER, RACHAEL L	Continue preparing KL fee application (1.5) and prepare exhibits to same (2.6), e-mails with Committee professionals re: fee applications (.2), e-mails with J. Brodsky re: same (.1)	4.40	2,464.00
11/16/13	ALLARD, NATHANIEL	Correspond w/ D. Bessner, B. Becker re: fourth interim fee application (.8).	0.80	340.00
11/16/13	BECKER, BRYON	Assist with preparation of fourth interim fee application (3.0)	3.00	885.00
11/16/13	RINGER, RACHAEL L	Review billing for privilege and confidentiality issues in preparation for inclusion in fee application (2.6), revise fourth interim fee application (3.0)	5.60	3,136.00
11/17/13	ALLARD, NATHANIEL	Prepare fourth interim fee application (3.0), correspond w/ D. Bessner, B. Becker re: same (.5), draft chart re: same (.4). Further prepare fourth interim fee application (2.8).	6.70	2,847.50
11/17/13	ZIDE, STEPHEN	Review revised fee application and correspond with R. Ringer re same (.5). correspond with R. Ringer re email to Committee re fee applications (.2).	0.70	521.50
11/17/13	BESSNER, DEBORAH	Revise fourth interim fee application (2).	2.00	590.00
11/17/13	BECKER, BRYON	Assist in preparation of fourth interim fee application (4.0), correspond w/ R. Ringer, N. Allard, D. Bessner re: same (1.5), prepare charts for inclusion in same (3.2), further revise same in preparation for filing same (2.3).	11.00	3,245.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/17/13	RINGER, RACHAEL L	Revise fee application (1.7), review billing for privilege and confidentiality in preparation for inclusion in fee application (3.0), further revise fee application (2.0) and exhibits (2.2)	8.90	4,984.00
11/18/13	ALLARD, NATHANIEL	Prepare fourth interim fee application (3.0); review other professionals' fee applications (.5), further prepare fourth interim fee application (2.0), proofread same (.7), correspond w/ R. Ringer, D. Bessner, B. Becker re: same (.8).	7.00	2,975.00
11/18/13	BECKER, BRYON	Assist in preparation of fourth interim fee application (3.5), update charts for inclusion in same (3.5), prepare same for filing (1.8).	8.80	2,596.00
11/18/13	BESSNER, DEBORAH	Edit the Fourth Interim fee application (2); review same (1); compile KL interim fee application (.8); redact same (.2); file (.2) and serve (.3) same.	4.50	1,327.50
11/18/13	ZIDE, STEPHEN	Review (.5) and revise (.3) KL fee application; correspond with R. Ringer re same (.2).	1.00	745.00
11/18/13	CHOUPROUTA, ANDREA	Review (1.3), assist with preparation (2.0) and filing (2.2) of interim fee applications for all committee professionals.	5.50	1,760.00
11/18/13	RINGER, RACHAEL L	Comment on fee applications of other Committee professionals (1.4), finalize same for filing (1.0), revise fee application per S. Zide, D. Mannal and K. Eckstein comments (4.0), finalize KL fee application for filing (2.5)	8.90	4,984.00
11/19/13	ALLARD, NATHANIEL	Prepare chart of professionals' fee applications (.3), correspond w/ D. Bessner re: same (.3).	0.60	255.00
11/20/13	ALLARD, NATHANIEL	Review professional fee applications (.5) and create summary chart for Committee re: same (1.0).	1.50	637.50
11/25/13	RINGER, RACHAEL L	E-mails with D. Mannal re: professional fees (.3)	0.30	168.00
11/26/13	RINGER, RACHAEL L	Draft fee estimates for Company budget, e-mails with D. Mannal and K. Eckstein re: same (.4), revise same (.4), review billing for privilege and confidentiality issues in preparation for next interim fee application (1.5), review LEDES files for billing for U.S. Trustee (.5), e-mails with Cleary and MoFo re: prior fee applications (.4).	<u>3.20</u>	<u>1,792.00</u>
TOTAL			<u>114.20</u>	<u>\$50,810.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00020 (AUTOMATIC STAY)February 26, 2014
Invoice No. 641376**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
KAUP, ANASTASIA N	ASSOCIATE	<u>15.70</u>	<u>7,771.50</u>
TOTAL		<u>15.70</u>	<u>\$7,771.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/04/13	KAUP, ANASTASIA N	Review numerous dockets and recent filings re: automatic stay, foreclosures, borrowers and adversary proceedings (2.4); summarize same (.9), update summary spreadsheet and case calendar re: same (.4); emails w/ E. Frejka, N. Allard re: same (.2).	3.90	1,930.50
11/05/13	KAUP, ANASTASIA N	Emails w/ E. Frejka, Debtors' counsel, S.A. re: rescheduling conference call re: automatic stay, borrower, foreclosure, and adversary proceeding matters (.2).	0.20	99.00
11/11/13	KAUP, ANASTASIA N	Review dockets and filings re: automatic stay, foreclosure, borrower, adversary proceeding matters (3.3); summarize same (.7), update summary spreadsheet and case calendar re: same (.2); emails w/ E. Frejka, Debtors' counsel, S.A. re: conf. call re: same (.2).	4.40	2,178.00
11/14/13	KAUP, ANASTASIA N	Review numerous dockets and filings re: automatic stay, foreclosures, borrowers, adversary proceedings (2.8); correspond w/ E. Frejka re: same (.4), emails w/ R. Ringer, N. Allard, D. Bessner re: same and prepare for hearing on same (.3).	3.50	1,732.50
11/19/13	KAUP, ANASTASIA N	Review recent dockets/filings re: automatic stay, foreclosure, borrower, adversary proceedings to update KL Team (.2).	0.20	99.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00020 (AUTOMATIC STAY)

February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/20/13	KAUP, ANASTASIA N	Review numerous dockets and filings re: automatic stay, foreclosures, borrowers, and adversary proceedings (2.1); summarize same (.7), update summary spreadsheet and case calendar re: same (.2); emails w/ N. Allard re: same (.1).	3.10	1,534.50
11/25/13	KAUP, ANASTASIA N	Review dockets, filings, and case calendar re: automatic stay, borrower, foreclosure, and adversary proceeding matters (.2); emails w/ E. Frejka, Debtors' counsel, S.A. re: same (.2).	<u>0.40</u>	<u>198.00</u>
TOTAL			<u>15.70</u>	<u>\$7,771.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00026 (BORROWER CLAIMS TRUST)

February 26, 2014
Invoice No. 641376

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
DIENSTAG, ABBE L.	PARTNER	1.10	962.50
MANNAL, DOUGLAS	PARTNER	2.10	1,732.50
FREJKA, ELISE S	SPEC COUNSEL	9.40	7,379.00
ARCHER, CAROL	ASSOCIATE	<u>2.90</u>	<u>2,102.50</u>
TOTAL		<u>15.50</u>	<u>\$12,176.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/04/13	FREJKA, ELISE S	Review cooperation agreement between borrower trust and liquidating trust (.6) and revise same (.3); correspond with A. Dienstag regarding same (.2).	1.10	863.50
11/05/13	FREJKA, ELISE S	Review Plan language regarding borrower causes of action(.6); emails with D. Flanigan regarding same and carryover to Borrower Trust (.2).	0.80	628.00
11/05/13	FREJKA, ELISE S	Call with D. Mannal, F. Walters, D. Flanigan regarding Borrower Trust budget (.7).	0.70	549.50
11/06/13	FREJKA, ELISE S	Review Plan language regarding borrower claims (.6); emails with D. Flanigan regarding same and carryover to Borrower Trust (.2).	0.80	628.00
11/07/13	FREJKA, ELISE S	Review comments to Borrower Trust Agreement from D. Flanigan and coordinate with C. Archer re: same (.2).	0.20	157.00
11/07/13	MANNAL, DOUGLAS	Office conference with D. Flanigan re: Borrower Trust (.3).	0.30	247.50
11/12/13	ARCHER, CAROL	Revise Borrower Trust Agreement (2.0), related correspondence w/E. Frejka, F. Walters, D. Flanigan (.9).	2.90	2,102.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00026 (BORROWER CLAIMS TRUST)February 26, 2014
Invoice No. 641376

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/12/13	FREJKA, ELISE S	Revise borrower trust causes of action for plan supplement (.6); call with M. Rothschild regarding same (.2).	0.80	628.00
11/12/13	FREJKA, ELISE S	Review and finalize Borrower Trust Agreement revisions (.3); correspond with C. Archer regarding same (.2); review revised cooperation agreement (.2).	0.70	549.50
11/13/13	MANNAL, DOUGLAS	Call w/ Borrower's counsel re: budget (.4).	0.40	330.00
11/14/13	MANNAL, DOUGLAS	Email to J. Brodsky re: Borrower Trust budget (.3).	0.30	247.50
11/15/13	FREJKA, ELISE S	Meeting with R. Friedman, B. Powers, R. Nosek, D. Flanigan regarding Borrower Trust (1.3).	1.30	1,020.50
11/18/13	FREJKA, ELISE S	Call with D. Mannal, J. Brodsky, D. Horst, L. Delehey regarding budget for Borrower Trust (.2); follow up call with D. Mannal and J. Brodsky regarding same, insurance consultant (.3).	0.50	392.50
11/18/13	MANNAL, DOUGLAS	Prepare for and call w/ company, E. Frejka and J. Brodsky re: Borrower Trust budget (.3).	0.30	247.50
11/18/13	MANNAL, DOUGLAS	Draft memo re: Borrower Trust budget (.2); call with E. Frejka, J. Brodsky re: same (.2).	0.40	330.00
11/20/13	FREJKA, ELISE S	Review (.5) and comment on (.2) draft cooperation agreement between Liquidating Trust and Borrower Trust; meeting with A. Dienstag, C. Archer regarding same (.5); attend portion of call with A. Dienstag, C. Archer, J. Brodsky regarding same (.3).	1.50	1,177.50
11/20/13	DIENSTAG, ABBE L.	Meet w/ C. Archer, E. Frejka re: Borrower Trust Coop Agreement (0.5); call w/ J. Brodsky, E. Frejka, C. Archer to review comments to Borrower trust cooperation agreement (0.5); review revised cooperation agreement (0.1).	1.10	962.50
11/21/13	FREJKA, ELISE S	Draft outline regarding borrower trust budget open issues (.8); emails with R. Friedman regarding draft access agreement and scope of services (.2).	1.00	785.00
11/22/13	MANNAL, DOUGLAS	Call w/ J. Brodsky re: Borrower Trust (.4).	<u>0.40</u>	<u>330.00</u>
TOTAL			<u>15.50</u>	<u>\$12,176.50</u>

KRAMER LEVIN NAFTALIS & FRANKEL LLP

1177 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
PHONE 212.715.9100
FAX 212.715.8000

February 28, 2014

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF
UNSECURED
CREDITORS
NEW YORK, NY 10036

When remitting,
please reference:

Invoice Number: 642338
066069

REVISED FOR FINAL FEE APPLICATION

FOR PROFESSIONAL SERVICES rendered from December 1, 2013 through December 17, 2013,
as per the attached time detail.

FEES	\$992,094.00
DISBURSEMENTS AND OTHER CHARGES	<u>32,420.81</u>
INVOICE TOTAL	<u>\$1,024,514.81</u>

Amounts due may be remitted by wire transfer.

Bank: Citibank, N.A.
153 East 53rd Street, 23rd Floor New York, N.Y. 10022
ABA No: 021000089
Account Name: Kramer Levin Naftalis & Frankel LLP Account AR
Account No.: 4979206709
Reference: Invoice No. 642338
Attention: Joseph Scotto (212) 559-6338

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID# 13-1944339

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)

February 28, 2014
Invoice No. 642338

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ALLARD, NATHANIEL	ASSOCIATE	11.00	4,675.00
BESSNER, DEBORAH	PARALEGAL	<u>1.20</u>	<u>354.00</u>
TOTAL		<u>12.20</u>	<u>\$5,029.00</u>

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PHOTOCOPYING	1,896.50
CONFERENCE CALLS	18,364.27
WESTLAW ON-LINE RESEARCH	2,918.23
LEXIS/NEXIS ON-LINE RESEARCH	2,322.93
DOCUMENT RETRIEVAL FEES	11.20
MESSENGER/COURIER – FED EX	168.63
CAR SERVICE/CAB FARES	2,544.10
OVERTIME MEALS/IN-HOUSE	1,043.28
BLOOMBERG LAW RETRIEVAL FEES	137.91
TRANSCRIPT FEES	732.54
MEETINGS	566.22
PROFESSIONAL/CONSULTING FEES	1,715.00
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$32,420.81</u>

DETAIL OF SERVICES

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/02/13	ALLARD, NATHANIEL	Update case calendar (.3), review (.5) and circulate (.3) recently filed pleadings to internal KL team.	1.10	467.50
12/02/13	BESSNER, DEBORAH	Update case calendar.	0.20	59.00
12/03/13	ALLARD, NATHANIEL	Review (.5) and circulate (.1) recently filed pleadings to internal KL team, update case calendar (.3).	0.90	382.50
12/04/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.5), update case calendar (.2).	0.70	297.50
12/05/13	ALLARD, NATHANIEL	Review and circulate recently filed pleadings to internal KL team (.5), update case calendar (.2).	0.70	297.50
12/06/13	BESSNER, DEBORAH	Circulate recently filed pleadings and update case calendar re: same.	0.40	118.00
12/06/13	ALLARD, NATHANIEL	Review (.6) and circulate (.2) pleadings to internal KL team; update case calendar (.3)	1.10	467.50
12/09/13	BESSNER, DEBORAH	Circulate recently filed pleadings.	0.20	59.00
12/09/13	ALLARD, NATHANIEL	Review recently filed pleadings (.5); correspond w/ internal KL team re: same (.5).	1.00	425.00
12/10/13	ALLARD, NATHANIEL	Review (.6) and circulate (.1) pleadings to internal KL team.	0.70	297.50
12/11/13	ALLARD, NATHANIEL	Review recently filed pleadings.	0.50	212.50
12/11/13	BESSNER, DEBORAH	Circulate recently filed pleadings.	0.20	59.00
12/12/13	ALLARD, NATHANIEL	Review (.5) and circulate (.2) recently filed pleadings to internal KL team, update case calendar (.1).	0.80	340.00
12/13/13	ALLARD, NATHANIEL	Review (.6) and circulate (.2) recently filed pleadings to internal KL team, correspond w/ A. Kaup re: recently filed pleadings (.3), update case calendar (.3).	1.40	595.00
12/16/13	ALLARD, NATHANIEL	Review (.7) and circulate (.1) recently filed pleadings to internal KL team, update case calendar (.3).	1.10	467.50
12/17/13	ALLARD, NATHANIEL	Review (.6) and circulate (.2) recently filed pleadings to internal KL team, update case calendar (.2).	1.00	425.00
12/17/13	BESSNER, DEBORAH	Update case calendar.	<u>0.20</u>	<u>59.00</u>
TOTAL			<u>12.20</u>	<u>\$5,029.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 (USE, SALE OR LEASE OF PROPERTY)

February 28, 2014
Invoice No. 642338

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	0.50	495.00
BESSONETTE, JOHN	PARTNER	0.70	577.50
MANNAL, DOUGLAS	PARTNER	0.40	330.00
ZIDE, STEPHEN	ASSOCIATE	3.70	2,756.50
TAYLOR, JEFFREY	ASSOCIATE	9.90	7,672.50
SHIFER, JOSEPH A	ASSOCIATE	22.10	15,359.50
ALLARD, NATHANIEL	ASSOCIATE	<u>0.20</u>	<u>85.00</u>
TOTAL		<u>37.50</u>	<u>\$27,276.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/01/13	SHIFER, JOSEPH A	Emails with N. Rosenbaum re Impac transfer (.4)	0.40	278.00
12/03/13	MANNAL, DOUGLAS	Email w/ B. Tyson re: non-government loan sales (.1)	0.10	82.50
12/03/13	SHIFER, JOSEPH A	Emails with A. Barrage re Impac transfer (.5), review Impac revisions to stip re same (.7), follow up emails with Impac's counsel and A. Barrage re: same (.6)	1.80	1,251.00
12/03/13	ALLARD, NATHANIEL	Correspond w/ J. Shifer re: draft Impac cure stipulation (.2).	0.20	85.00
12/03/13	ZIDE, STEPHEN	Emails with A. Barrage re Impac cure settlement (.2).	0.20	149.00
12/04/13	MANNAL, DOUGLAS	Email w/ B. Tyson re: non-gov't loan sales (.1).	0.10	82.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 (USE, SALE OR LEASE OF PROPERTY)February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/04/13	SHIFER, JOSEPH A	Emails with A. Barrage re Impac cure stipulation (.7), revisions to same (.5), review MoFo revisions to same (.5), confer with A. Barrage re same (.3), emails with A. Barrage and J. Petts re same (.4), review SLS bill of sale (1.0), call with A. Kaufman and A. Barrage re Impac stip (.5), follow up emails with S. Zide, N. Rosenbaum and A. Barrage re same (1.2)	5.10	3,544.50
12/04/13	ZIDE, STEPHEN	Correspondence with R. Ringer, J. Shifer and Kirkland re finalizing Impac stipulation (.6).	0.60	447.00
12/05/13	SHIFER, JOSEPH A	Emails with A. Barrage, A. Kaufman, and S. Zide re Impac stipulation (1.4), revisions to same (.4), confer with A. Kaufman re same (.3), emails with S. Tandberg re CHFA (.2) emails with N. Rosenbaum re same (.3), emails with A. Barrage re CalHFA (.2)	2.80	1,946.00
12/06/13	SHIFER, JOSEPH A	Review revised Impac cure stipulation (.8), emails with A. Barrage, S. Zide and A. Kaufman re same (.7), review revised SLS bill of sale (.4), emails with J. Newton re same (.2).	2.10	1,459.50
12/09/13	SHIFER, JOSEPH A	Call with S. Coelho and A. Barrage re Syncora transfer (.4), emails with N. Rosenbaum re CHFA transfer (.5), correspond with S. Zide re same (.3), emails with A. Barrage re CalHFA (.2), emails with S. Tandberg re CalHFA and CHFA (.4), review CalHFA cure data (.7), correspond with J. DeMarco re Impac stip (.3), emails with A. Kaufman re same (.2).	3.00	2,085.00
12/10/13	ECKSTEIN, KENNETH H.	Correspondence with J. Bessonette re asset sales, corporate trusts (.5)	0.50	495.00
12/10/13	MANNAL, DOUGLAS	Email with UCC member and B. Tyson re: Chotin sale (.2).	0.20	165.00
12/10/13	SHIFER, JOSEPH A	Review revised Impac stipulation (.3), emails with A. Kaufman, J. DeMarco, N. Ornstein, and A. Barrage re same (.8), correspond with S. Zide re excluded deals (.5), perform research re same (1.4), confs with N. Rosenbaum re same (.6), follow up emails with N. Rosenbaum re same (.6)	4.20	2,919.00
12/11/13	BESSONETTE, JOHN	Review of Chotin sale document (.3), correspond with B. Herzog and J. Taylor re same (.2); provide comments to same (.2).	0.70	577.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 (USE, SALE OR LEASE OF PROPERTY)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/12/13	SHIFER, JOSEPH A	Correspondence with S. Zide and N. Rosenbaum re excluded agreements (.7), call with T. Farley and A. Barrage re CalHFA transfer (.4), emails with A. Barrage re same (.3), review data re same (.3)	1.70	1,181.50
12/12/13	TAYLOR, JEFFREY	Review draft sale and purchase agreement regarding certain loans (4.5); internal correspondence w/ J. Bessonette, S. Zide regarding same (1.2), call with S. Zide re: same (.3); call w/ Orrick regarding the same (1.1).	7.10	5,502.50
12/12/13	ZIDE, STEPHEN	Calls with K. Chopra, J. Opolsky and B. Klein re FHA sale (.9); correspondence with J. Bessonette and J. Taylor re FHA sale documents (.3), call with J. Taylor re: same (.3).	1.50	1,117.50
12/13/13	SHIFER, JOSEPH A	Confer with S. Zide re excluded deal issues (.3), follow up call with A. Barrage re same (.3), follow up emails with A. Barrage and P. Pascuzzi re same (.4)	1.00	695.00
12/13/13	ZIDE, STEPHEN	Calls with K. Chopra and J. Taylor re FHA sale documents (1).	1.00	745.00
12/13/13	TAYLOR, JEFFREY	Call w/ S. Zide and K. Chopra regarding draft purchase agreement re: certain loans (1.0); review same (1.2); follow up call w/ K. Chopra regarding the same (.6).	2.80	2,170.00
12/13/13	ZIDE, STEPHEN	Confer with J. Shifer re issues with excluded contracts (.3), emails with J. Shifer re: same (.1).	<u>0.40</u>	<u>298.00</u>
TOTAL			<u>37.50</u>	<u>\$27,276.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
DIENSTAG, ABBE L.	PARTNER	56.80	49,700.00
ECKSTEIN, KENNETH H.	PARTNER	57.10	56,529.00
TRACHTMAN, JEFFREY S.	PARTNER	2.70	2,497.50
BENTLEY, PHILIP	PARTNER	0.40	358.00
SIMON, NORMAN	PARTNER	4.80	3,960.00
O'NEILL, P. BRADLEY	PARTNER	4.90	4,042.50
KAUFMAN, PHILIP	PARTNER	3.90	3,666.00
BESSONETTE, JOHN	PARTNER	134.70	111,127.50
HERZOG, BARRY	PARTNER	0.90	805.50
MANNAL, DOUGLAS	PARTNER	59.00	48,675.00
FREJKA, ELISE S	SPEC COUNSEL	65.50	51,417.50
ZIDE, STEPHEN	ASSOCIATE	85.80	63,921.00
TAYLOR, JEFFREY	ASSOCIATE	21.90	16,972.50
ARCHER, CAROL	ASSOCIATE	145.30	105,342.50
EGGERMANN, DANIEL M	ASSOCIATE	24.70	19,142.50
SHIFER, JOSEPH A	ASSOCIATE	25.50	17,722.50
WEBBER, AMANDA	ASSOCIATE	13.60	9,452.00
SHARRET, JENNIFER	ASSOCIATE	7.40	5,143.00
BLABEY, DAVID E	ASSOCIATE	13.50	10,057.50
RINGER, RACHAEL L	ASSOCIATE	60.00	33,600.00
BROWN, DANIELLE Y	ASSOCIATE	30.20	16,912.00
DENK, KURT M	ASSOCIATE	6.30	3,118.50
ALLARD, NATHANIEL	ASSOCIATE	19.00	8,075.00
DOVE, ANDREW	ASSOCIATE	2.60	1,703.00
TRAUM, ALEXANDER	ASSOCIATE	59.20	25,160.00
BESSNER, DEBORAH	PARALEGAL	<u>3.70</u>	<u>1,091.50</u>
TOTAL		<u>909.40</u>	<u>\$670,192.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/01/13	BLABEY, DAVID E	Review (2.3) and edit (3.5) proposed confirmation findings of fact; call with D. Eggermann re same (.2).	6.00	4,470.00
12/01/13	EGGERMANN, DANIEL M	Draft proposed findings of fact in connection with confirmation (4.0), call with D. Blabey re: same (.2), continue drafting proposed findings of fact (3.7), review draft of same (1.3).	9.20	7,130.00
12/01/13	DIENSTAG, ABBE L.	Email to J. Brodsky re: governance checklist for the Board (0.2); call with J. Brodsky re: same (0.2); emails with D. Mannal, K. Eckstein re: same (0.2); draft closing timeline (0.5); emails with D. Mannal re: comments on same (0.3).	1.40	1,225.00
12/01/13	DIENSTAG, ABBE L.	Review confirmation order and draft riders for LTA (.7), confer with J. Bessonette re: budget for post-effective date (.3).	1.00	875.00
12/01/13	BESSONETTE, JOHN	Review emails among Liq. Trust working group re effective date matters (1.8); review LT-related portions of current Plan and Confirmation Order (1.6); prepare draft budget for post-effective date LT (.4), conference with A. Dienstag re same (.3), revise and circulate to K. Eckstein, D. Mannal and B. Herzog (.3)	4.40	3,630.00
12/01/13	RINGER, RACHAEL L	Call with JSNs, D. Mannal, S. Zide, K. Eckstein re: plan and JSN settlement (1.0), call with D. Mannal and S. Zide re: same (.5), revise plan re: same (.3), further revise same, emails with S. Zide re: same (.5); draft email to JSNs and consenting claimants re: same (.5), call with JSNs re: same (.7) revise plan and confirmation orders re: JSN settlement (.8).	4.30	2,408.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/01/13	ZIDE, STEPHEN	Call with Milbank, K. Eckstein, D. Mannal and R. Ringer re JSN comments to plan (1); follow up call with D. Mannal, R. Ringer re reserve motion and plan issues (.5); follow up correspondence with R. Ringer, D. Mannal and D. Eggermann re revisions to plan (1.5); revise same (1.3); follow up call with K. Eckstein, D. Mannal, R. Ringer and JSNs re same (.5). Review comments from UMB on the plan (.4); and email K. Eckstein and D. Mannal and R. Ringer re same (.3). Review AFI comments to the plan (.4); emails with D. Mannal and K. Eckstein re same (.2); email N. Ornstein re same (.5); review revised JSN plan comments (.5); email with K. Eckstein, D. Mannal and R. Ringer re same (.2).	7.30	5,438.50
12/01/13	MANNAL, DOUGLAS	Attend conference call with JSN counsel to discuss plan modifications re: potential PPI settlement (1.0); email with L. Marinuzzi re: exculpation provision in POR (.2); email with K. Eckstein re: POR changes and Wachovia objection (.1); review draft email to Consenting Claimants re: plan (.1); review Ally comments to POR (.3); attend follow-up conference call with JSNs, S. Zide on plan (.5); call with R. Ringer and S. Zide re: JSN settlement (.5).	2.70	2,227.50
12/01/13	SHIFER, JOSEPH A	Emails with S. Zide and D. Mannal re post-effective date legislation (.5), research re same (.7)	1.20	834.00
12/02/13	SIMON, NORMAN	Correspondence with R. Ringer, D. Mannal, re: revised plan.	0.50	412.50
12/02/13	ALLARD, NATHANIEL	Prepare for plan execution meeting (.5), correspond w/ R. Ringer, C. Archer re: same (.4); review proposed findings of fact (.5), provide additions to same (.8), correspond w/ D. Eggermann re: same (.1); review revised Plan re: JSN settlement (.7), correspond w/ R. Ringer re: same (.1); correspond w/ C. Archer re: Liquidating Trust Agreement (.2).	3.30	1,402.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/02/13	DIENSTAG, ABBE L.	Email with S. O'Neal re: language on SUNS record date (0.1); emails with J. Bessonette, C. Archer re: corporate preparations for effectiveness and distribute (0.1); revised timeline for distributions and circulate internally (0.2); correspondence with J. Bessonette, K. Eckstein, D. Mannal in advance of status call (.1); meeting with J. Bessonette, K. Eckstein, J. Brodsky (0.5); participate in status call with J. Bessonette, D. Mannal, K. Eckstein, C. Archer re: plan (2); emails J. Bessonette, D. Brown re: FINRA inquiry (0.1).	3.10	2,712.50
12/02/13	BESSONETTE, JOHN	Review open items related to effective date, distributions of units and cash, asset transfers (3.0), correspond with A. Dienstag, D. Mannal and K. Eckstein re: same (.8); emails with LT KL team re: same (.4); prepare for (.7) and attend (2.0) plan execution meeting with J. Brodsky, K. Eckstein, A. Dienstag, C. Archer; follow up meeting with K. Eckstein, J. Brodsky and A. Dienstag (.5); research re record date for distributions(2.8); review all open items for effective date (.6).	10.80	8,910.00
12/02/13	ARCHER, CAROL	Review matters relating to Liquidating Trust, including CUSIP application, trustee proposals, transfer agent, FINRA (3.6), related correspondence w/J. Bessonette, A. Dienstag, D. Brown (.6); Revise Cooperation Agreement, Estimation Motion, Liquidating Trust Agreement (3.0), related emails w/D. Mannal, J. Shifer, E. Frejka, A. Dienstag re: same (.8). Attend telephonic plan execution meeting with J. Bessonette, A. Dienstag, K. Eckstein, J. Brodsky(2.0).	10.00	7,250.00
12/02/13	ECKSTEIN, KENNETH H.	Prepare for plan status conference (1.0) and outline presentation re: same (1.6); call with J. Brodsky, J. Bessonette, A. Dienstag, C. Archer re: plan execution (2.0), call with JSNs, Kirkland, MoFo, D. Mannal, R. Ringer, S. Zide re plan (1.4), meet with J. Bessonette, A. Dienstag, J. Brodsky re: plan execution (.5), correspond with S. Zide re: JSN settlement (.5), Revise plan and confirmation order re: JSN settlement (2.0), revise findings of fact (1.5).	10.50	10,395.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/02/13	KAUFMAN, PHILIP	Emails with Debtors' counsel and D. Mannal re: proposed plan amendments (.4); review drafts of proposed amendments (.8).	1.20	1,128.00
12/02/13	O'NEILL, P. BRADLEY	Review (2.1) and comment (2.8) on proposed Findings of Fact for confirmation following JSN settlement.	4.90	4,042.50
12/02/13	ZIDE, STEPHEN	Correspondence with R. Ringer, K. Eckstein and D. Mannal re documenting the JSN settlement and issues with same from JSNs and AFI (1.7); follow up calls with R. Ringer re same (.4); emails with consenting claimants re JSN negotiations and comments (.6); review further markup from the JSNs (.8); detailed correspondence with D. Mannal and K. Eckstein re same (1); follow up call with counsel to JSNs and JSN holders re same (1.4); follow up correspondence with K. Eckstein, J. Brodsky and J. Dubel re: same(.5). Emails with Cleary re tax sharing agreement (.2). Comment on JSN Findings of fact rider (1.2).	7.80	5,811.00
12/02/13	MANNAL, DOUGLAS	Email with S. Zide re: effective date (.1); email w/ B. O' Neill re: stip on findings of fact w/ JSNs (.1); TCF w/ N. Heller of Kirkland re: Ally comments to POR (.7); email w/ K. Eckstein re: same (.3); revise plan (.6); email w/ R. Ringer re: same (.2); attend conference call with JSNs re: POR changes (.5); prep for (.6) and attend all-hands call w/ J. Brodsky and counsel for Borrower's trust re: admin fee (.2); email with A. Dienstag and C. Archer re: Cooperation Agreement (.2); prep for (.7); and attend all-hands call w/ JSNs, K. Eckstein, R. Ringer, S. Zide re: POR (1.4).	5.60	4,620.00
12/02/13	BLABEY, DAVID E	Discuss edits to post-trial findings with D. Eggermann (.1); review D. Eggermann draft of new JSN related section (.3); review edits to Plan (.2); call with C. Kerr re post-trial findings (.3); review B. O'Neill edits to same (.7).	1.60	1,192.00
12/02/13	EGGERMANN, DANIEL M	Call w/MoFo and JSNs re settlement (.7); revise proposed findings of fact in connection w/ confirmation (2.8)	3.50	2,712.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/02/13	BROWN, DANIELLE Y	Correspondence w/ A. Dienstag, J. Bessonette and C. Archer re: corporate matters to occur on the effective date (1.0); participate in a portion of plan execution conf call with A. Dienstag, C. Archer, J. Bessonette, K. Eckstein (1.0); research relating to SEC rules in connection w/ distribution of liquidating trust units (1.0)	3.00	1,680.00
12/02/13	SHARRET, JENNIFER	Review revised plan (.6); emails with L. Marinuzzi re: status of discussions with DOJ (.2); call with J. Cordaro re: next steps on plan (.3); follow-up emails to D. Mannal re: same (.2); review ResCap deck on SCRA review (.3).	1.60	1,112.00
12/02/13	SHIFER, JOSEPH A	Confer with D. Harris and N. Ornstein re WFBNA plan objection (.3), follow up emails with D. Mannal and S. Zide (.3), review Wells Fargo objection to executory contracts (.4), follow up conf with M. Rothchild re: same (.2).	1.20	834.00
12/02/13	DOVE, ANDREW	Review (1.0) and comment (1.6) on Plan Proponents' Proposed Findings of Fact re: confirmation issues and releases.	2.60	1,703.00
12/02/13	FREJKA, ELISE S	Provide comments to Cooperation Agreement (1.4); discussion with C. Archer regarding Borrower Trust (.3); revisions to plan supplement documents (2.1); review D. Flanigan comments to cooperation agreement and incorporate (1.2); review (2.1) and comment (1.0) proposed findings of fact.	8.10	6,358.50
12/02/13	RINGER, RACHAEL L	Revise Plan re: JSN comments (1.5), further revise same, circulate to JSNs (.8), revise confirmation order (.3), e-mails with AFI and MoFo re: JSN plan comments (.3), e-mails with MoFo re: revised Plan notice (.2), e-mails with Kirkland re: same (.3), attend call with JSNs, D. Mannal, S. Zide, K. Eckstein re: plan issues, further revise plan re: same (1.4), revise plan per comments from K. Eckstein, D. Mannal (.6), numerous revisions to plan re: JSN comments, circulate to JSNs and Consenting Claimants (.6).	6.00	3,360.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/02/13	RINGER, RACHAEL L	Revise notice re: plan revisions (.2), e-mails with MoFo re: same (.2), e-mails with consenting claimants re: press release (.9), call with S. Zide re: JSN settlement issues (.4). further revise plan (.5), numerous revisions re: finalizing JSN comments to plan (4.0), correspondence with K. Eckstein, D. Mannal, JSNs re: same (1.9)	8.10	4,536.00
12/03/13	DIENSTAG, ABBE L.	Conference call with J. Bessonette, C. Archer, J. Kinne, S. McCorkle, K. Sun of DTC, K. Jennings of CST, J. Horner, J. Opolsky of Cleary, P. Finkel of WTC to discuss eligibility and issuance mechanics (0.5); email S. O'Neal re: distribution to the SUNS (0.2); t/c with J. Bessonette, C. Archer, J. Brodsky re: DTC and FINRA issues (0.5); c/w J. Bessonette re: FINRA issuer (0.3); emails with C. Archer J. Brodsky re: selection of Delaware trustee and communication with the transfer agent (0.3); consideration of alternative mechanic for first cash distribution on the Units (0.3); c/w D. Mannal re: provisions of Cooperation Agreement regarding employees (0.1); numerous emails with D. Mannal and R. Ringer re: plan documents (0.2)	2.40	2,100.00
12/03/13	TRAUM, ALEXANDER	Review issuance and distribution logistics and follow-up notes and email.	0.70	297.50
12/03/13	TRAUM, ALEXANDER	Perform research re SEC Rules and the initial distribution of the Trust	2.00	850.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/03/13	BESSONETTE, JOHN	Correspondence with J. Brodsky, K. Eckstein, S. Zide, A. Dienstag, Wilmington, Cleary re effective date timing, issues, in context of JSN resolution (.5); correspondence with effective date working group professionals, DTC, transfer agents, FINRA re all open items related to effective date distributions, corporate governance (2.1), speak to J. Taylor re: effective date issues (.6), Conf call w/DTC, transfer agent, J. Horner, J. Brodsky, A. Dienstag, C. Archer re: eligibility and insurance mechanics (.5), call with A. Dienstag, C. Archer, J. Brodsky re: DTC and FINRA issues (0.5); call with A. Dienstag re: FINRA issuer (0.3); research re: SEC and FINRA rules (2.8); conference with FINRA operations re same (1.4).	8.70	7,177.50
12/03/13	DENK, KURT M	Review emails from R. Ringer, N. Simon re post-Phase II / Confirmation hearing status issues (.4), and review draft summary circulated re same (1.9).	2.30	1,138.50
12/03/13	ALLARD, NATHANIEL	Review APAs, correspond w/ S. Zide re: same (.3); correspond w/ R. Ringer re: filing of revised plan (.3); review plan (.5), circulate to consenting claimants and correspond with consenting claimants re: same (.4); correspond w/ S. Zide re: plan documents (.5).	2.00	850.00
12/03/13	BENTLEY, PHILIP	Emails with S. Zide, R. Ringer re: confirmation issues.	0.20	179.00
12/03/13	ARCHER, CAROL	Review open issues relating to Liquidating Trust, including CUSIP application, trustee proposals, transfer agent, FINRA, Liquidating Trust Agreement and Cooperation Agreement (4.0), related correspondence w/A. Dienstag, J. Bessonette, D. Flanigan, D. Mannal (3.2). Conf call w/DTC, transfer agent, J. Horner, J. Brodsky, A. Dienstag, J. Bessonette (.5), related preparation therefor (1.7), t/c with J. Bessonette, C. Archer, J. Brodsky re: DTC and FINRA issues (0.5). Review notice to DTC (1.2).	11.10	8,047.50
12/03/13	ECKSTEIN, KENNETH H.	Conference call with D. Mannal, R. Ringer and KL team re: effective date issues (.9), prepare for same (.4).	1.30	1,287.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/03/13	ZIDE, STEPHEN	Calls (1.3) and emails (.7) with J. Brodsky, J. Dubel, K. Eckstein, and JSNs re finalizing plan and timing for emergence deadlines; emails with consenting claimants re same (.5); emails with N. Allard and D. Mannal re Berkshire sale order (.1) and review same (.5). Emails with S. O'Neill re JSN fee payments (.1). Emails with J. Shifer and D. Mannal re Wachovia settlement (.6). Emails with R. Ringer and N. Allard re waiver of stay (.7); speak with K. Eckstein re same (.2). emails with K. Eckstein and D. Eggermann re plan findings of fact (.7). Emails with Mofo and Wells Fargo re Wells issue with JSN settlement (1.1). Comment on revised confirmation order (1.9); speak with R. Ringer re same (.2).	8.60	6,407.00
12/03/13	BLABEY, DAVID E	Review edits to proposed findings of fact (1) and discuss same with D. Eggermann (.1) and A. Dove (.1).	1.20	894.00
12/03/13	MANNAL, DOUGLAS	Comment on POR revisions by JSNs (1.1); revise cooperation agreement between Borrower trust and Liquidation trust (.5); TCF w/ A. Dienstag re: same (.2); TCF w/ D. Flanigan re: same (.3); email w/ D. Eggermann re: findings of fact (.2); revise same (.8); Call w/ S. O'Neal re: pre-effective date communication (.3); email w/ S. Zide re: same (.2); email w/ C. Archer re: cooperation agreement (.1); attend conference call w/ JSNs re: POR amendments (.5); attend conference call re: effective date issues w/ internal KL team (.9).	5.10	4,207.50
12/03/13	EGGERMANN, DANIEL M	Revise proposed findings of fact in connection w/confirmation (2.3).	2.30	1,782.50
12/03/13	SHARRET, JENNIFER	C/f with D. Mannal re: status of discussions with DOJ, correspondence with R. Ringer re: questions on the Plan (.4) review revisions to the Plan (.3); review JSN 2019 statement (.2); draft email to J. Cordaro re: modifications to the Plan and follow-up email after status conference (.3); correspondence with S. Zide re: tax sharing agreements (.2)	1.40	973.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/03/13	BROWN, DANIELLE Y	Research SEC Rule and FINRA Rules in connection w/ distribution of liquidating trust units (1.0); attend mtg w/ J. Bessonette re: correspondence w/ FINRA re: applicability of FINRA Rules (0.5)	1.50	840.00
12/03/13	SHIFER, JOSEPH A	Emails with N. Ornstein re WFBNA plan objection (.2), follow up emails with D. Mannal and S. Zide re same (.6).	0.80	556.00
12/03/13	FREJKA, ELISE S	Provide comments to Borrower Trust Agreement (2.4); discussion with C. Archer regarding Borrower Trust (.3); revisions to plan supplement documents re: same (2.1); review D. Flanigan comments to cooperation agreement (1.0).	5.80	4,553.00
12/03/13	TAYLOR, JEFFREY	Review plan and plan supplement relating to the transfer of assets to chart the source of assets being transferred on the effective date (3.6); internal discussions w/ J. Bessonette regarding the same (.6).	4.20	3,255.00
12/03/13	RINGER, RACHAEL L	Prepare for (.5) and attend (.5) portion of call with J. Brodsky, J. Dubel, S. Zide re: effective date; e-mails with S. O'Neal re: notice of JSN settlement (.2), finalize Plan and related notice for filing (2.5), revise confirmation order (.4), further revise confirmation order (.6), finalize and circulate to consenting claimants (.7)	5.40	3,024.00
12/03/13	ECKSTEIN, KENNETH H.	Finalize plan amendments re: JSN settlement (1.1), confirmation order (.7); Calls (1.3) and emails (.7) with J. Brodsky, J. Dubel, S. Zide, and JSNs re finalizing plan and timing for emergence deadlines; speak with S. Zide re: waiver of stay (.2); attend conference call w/ JSNs re: plan amendments (.5)	4.50	4,455.00
12/04/13	WEBBER, AMANDA	Prepare chart of assets to be transferred to liquidating trust.	2.60	1,807.00
12/04/13	TRAUM, ALEXANDER	Collect and review precedent of Initial Board Resolutions	0.50	212.50
12/04/13	TRAUM, ALEXANDER	Perform research re SEC Rules and the initial distribution of the Liquidating Trust	3.00	1,275.00
12/04/13	TRAUM, ALEXANDER	Draft memo re Rule SEC Rules and its applicability to the initial distribution of the Liquidating Trust	3.00	1,275.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/04/13	BESSONETTE, JOHN	Correspondence with Rescap/LT management, LT service providers and corporate/tax teams re distributions of units and cash (3.0) and process related to same (1.1); supervise preparation of corporate governance docs (board policies, charters) (.8); supervise SEC and FINRA research related to advance notice re cash distribution (1.4); revise summary re: same (.6), meet with D. Brown and A. Traum re: research relating to SEC Rules (0.7).	7.60	6,270.00
12/04/13	SIMON, NORMAN	Correspondence with K. Denk, B. O'Neill, J. Braun, D. Blabey re: H5/conference issues (.4); review of revised Kruger declaration and correspondence with C. Kerr re: same (.5).	0.90	742.50
12/04/13	DENK, KURT M	Emails with N. Simon, R. Ringer re post-Phase II / Confirmation hearing status issues and workflows (.3), and review draft summary circulated re same (1).	1.30	643.50
12/04/13	DIENSTAG, ABBE L.	Perform full review of LTA (4.0); draft interim LTA (2); call C. Archer re: mechanics of issuance of LT units (0.5); t/c with C. Archer, K. Jennings and colleague of Continental to discuss same (0.5); call S. Zide re: record date, particularly re: claims allowed in confirmation order and draft footnote for same (0.4); numerous emails with R. Ringer re: approach to confirmation (0.5).	7.90	6,912.50
12/04/13	BENTLEY, PHILIP	Follow up correspondence with K. Eckstein and D. Mannal re: plan and effective date issues.	0.20	179.00
12/04/13	BESSNER, DEBORAH	Email J. Sharret revised pages of the confirmation order re: MA objection.	0.30	88.50
12/04/13	BLABEY, DAVID E	Review AFI's edits to proposed confirmation findings of fact (.4) and edit same (.6); comment on Milbank's proposed edits to findings of fact (2.8); comment on Kruger declaration in support of findings (.5).	4.30	3,203.50
12/04/13	ECKSTEIN, KENNETH H.	Revise plan documents re: JSN settlement issues (1.4).	1.40	1,386.00
12/04/13	MANNAL, DOUGLAS	Email w/ A. Dienstag re: DE trustee candidates (.1); TCF w/ J. Brodsky re: market communications pre-effective date (.4).	0.50	412.50
12/04/13	BESSNER, DEBORAH	Compile binders re: recently filed plan and plan-related documents.	0.80	236.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/04/13	ZIDE, STEPHEN	Correspondence with Mofo, Milbank and counsel to Wells re Wells issues with Plan and revisions to order to settle same (1.6). Emails (.2) and calls (.2) with J. Shifer re resolution of Wachovia objection. Emails with D. Eggermann and M. Ellenberg and K. Weitnaur re comments to findings of fact for confirmation (.2). Emails with K. Eckstein, D. O'Donnell and D. Eggermann re JSN issue with mutual releases and proposed change to plan re same (1). Review JSN and Mofo comments to confirmation order (.6); speak with R. Ringer re same (.1). Coordinate with R. Ringer email update to consenting claimants re revised plan and confirmation order (.2), call with A. Dienstag re: claims allowed in confirmation order (.4).	4.50	3,352.50
12/04/13	EGGERMANN, DANIEL M	Call w/MoFo (C. Kerr) re findings of fact (.2); review proposed findings of fact (2.8); emails with S. Zide re same (.2); review Kruger supplemental declaration (1.7); emails with S. Zide re plan releases (.5)	5.40	4,185.00
12/04/13	BROWN, DANIELLE Y	Attend meeting w/ J. Bessonette and A. Traum re: research relating to SEC Rules and FINRA Rules (0.7); revise summary relating to the applicability of same (1.0).	1.70	952.00
12/04/13	ARCHER, CAROL	Call w/A. Dienstag re: Liquidating Trust matters (.5), related conf w/ DTC (.3). Draft memo re: mechanics of unit and cash distributions (2.7), perform related research re: same (1.3) and emails w/J. Bessonette, A. Dienstag re: same (.8). Review collection of brokerage information from claimholders (1.0). Correspond w/transfer agent re: unit and cash distributions (1.0), related preparation therefor (1.8). Review Interim Trust Agreement (2.0), related emails to J. Brodsky (.7), call with E. Frejka re: cooperation agreement (.2).	12.30	8,917.50
12/04/13	SHARRET, JENNIFER	Correspondence with A. Barrage, L. Marinuzzi re: MA questions on confirmation order (.3); review draft confirmation order and redline of same (.4); correspondence with MA AG re: confirmation order (.3)	1.00	695.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/04/13	SHIFER, JOSEPH A	Calls with N. Ornstein and D. Harris re Wachovia objection (.6), emails with N. Ornstein re same (.4), follow up confs with S. Zide re: same (.2).	1.20	834.00
12/04/13	FREJKA, ELISE S	Review Plan Supplement (1.0); email and call with M. Rothschild regarding same (.3); review confirmation order (1.1); review revised plan (1.3); call with D. Flanigan regarding Borrower Trust (.2); call with C. Archer regarding access and cooperation agreement (.2); review revised agreement (.3).	4.40	3,454.00
12/04/13	RINGER, RACHAEL L	Revise Confirmation Order (.4), correspond with D. Mannal re: LT causes of action (.4), review comments to confirmation order (.5), e-mail to committee members re: request for brokerage information (.2), numerous revisions to confirmation order (2.5), further revise same (.7), e-mails to consenting claimants, MoFo, Kirkland re: same (.3).	5.00	2,800.00
12/04/13	ECKSTEIN, KENNETH H.	Call w/MoFo, company re affirmative litigation (1.3); follow-up w/ P. Bentley, D. Mannal re complaint and comments (.5); call w/J. Brodsky re budget and effective date issues (.7), emails with D. Mannal re: complaint (.3).	2.80	2,772.00
12/04/13	MANNAL, DOUGLAS	Correspondence w/ K. Eckstein, P. Bentley re: plan and effective date issues (.5).	0.50	412.50
12/04/13	MANNAL, DOUGLAS	Revise proposed findings of fact re: Wachovia (.4); email w/ KL team re: same (.2); TCF w/ Kirkland re: same (.2); email to SUNs counsel re: disclosure (.4); follow-up conference call w/ same re: same (.2).	1.40	1,155.00
12/05/13	WEBBER, AMANDA	Update liquidating trust asset transfer chart (2.3), discussions w/ J. Taylor and J. Bessonette regarding the same (1.0).	3.30	2,293.50
12/05/13	SIMON, NORMAN	Review proposed Milbank edits and revisions to proposed filings of fact (1.5); correspondence with D. Blabey, K. Eckstein, K. Denk, D. Eggermann, T. Goren re: same (.5); Review revised Kruger declaration (.8).	2.80	2,310.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/05/13	BESSONETTE, JOHN	Meet with J. Vessey, D. Brown and A. Traum re corporate governance documentation required to be prepared in connection with effective date, emergence (.6), emails with J. Vessey re: same (1.2); review revised LTA; emails with A. Dienstag re same (.6), call with A. Dienstag re: confirmation order (.2); conferences/emails with FHA and DE Trustee re FHA/DE Trustee (.6); review Confirmation Order with focus on LT/effective date matters (.7); numerous correspondence with all members of KL team to facilitate emergence and unit and cash distributions, asset transfers and related matters (2.5), discussions w/ A. Webber and J. Taylor regarding the same (1.0).	7.40	6,105.00
12/05/13	ZIDE, STEPHEN	Numerous correspondence with D. O'Donnell, G. Uzzi, T. Goren, K. Eckstein, and D. Gropper re negotiations and revisions to JSN release under the plan (3.8); calls and emails with consenting claimants re same (.4). Review revisions to plan and confirmation order from JSNs, Debtors, AFI and claimants (1.5); revise (2.0) and discuss same with R. Ringer (1.5), call with A. Dienstag re: distribution of LTA (.2).	9.40	7,003.00
12/05/13	DIENSTAG, ABBE L.	Complete review and revisions to LTA and arrange for distribution of same (1.5); c/w C. Archer re: cover email for same (0.2); review revised interim LTA and call with C. Archer re: changes to same (0.5); review draft DTC notice and call with C. Archer re: same (0.3); review revised request for brokerage information and c/w C. Archer re: same (0.2); suggest revisions to memo to J. Brodsky on distribution of Units and funding through DTC and CST (0.3); call J. Bessonette re: confirmation order (0.2); call S. Zide re distribution of LTA (0.2); c/w C. Archer re: selection of Delaware/FHA Trustee (0.3); numerous emails with J. Bessonette and C. Archer re: approach to effectiveness (0.5).	4.20	3,675.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/05/13	DENK, KURT M	Review emails for N. Simon, N. Hamerman re post-Phase II / Confirmation hearing status issues and workflows (.5), and comments to N. Simon, D. Blabey, N. Hamerman re draft post-trial briefing circulated re same (1.7).	2.20	1,089.00
12/05/13	TRAUM, ALEXANDER	Review memo re SEC Rules.	0.50	212.50
12/05/13	TRAUM, ALEXANDER	Meeting with J. Bessonette, D. Brown and J. Vessey re: Liquidating Trust governance documents.	1.00	425.00
12/05/13	ECKSTEIN, KENNETH H.	Call J. Brodsky re effective date issues (.8); review findings of fact (.8) and comment on same (.7); review confirmation order (1.0); correspond with S. Zide and D. Mannal re same (.8)	4.10	4,059.00
12/05/13	BLABEY, DAVID E	Review Debtors' additional edits to proposed findings of fact in connection with confirmation.	0.20	149.00
12/05/13	TRACHTMAN, JEFFREY S.	Review proposed findings of fact re: confirmation and JSN settlement (1.2); emails re: same with D. Eggermann, K. Eckstein, D. Blabey, MoFo (.6).	1.80	1,665.00
12/05/13	KAUFMAN, PHILIP	Review draft supplemental declaration of L. Kruger (1.2); emails with Debtors' counsel re: same (.3).	1.50	1,410.00
12/05/13	MANNAL, DOUGLAS	Email w/ K. Eckstein re: disclosure issues pre-effective date (.3); email w/ C. Archer re: same (.1); review confirmation order (1.8); review findings of fact (1.5).	3.70	3,052.50
12/05/13	EGGERMANN, DANIEL M	Review Kruger supplemental declaration (.8); review proposed findings of fact (3.5)	4.30	3,332.50
12/05/13	BROWN, DANIELLE Y	Correspondence w/ J. Vessey re: preparation of effective date resolutions for liquidating trust board and corporate governance documents for liquidating trust (0.5); Attend meeting w/ J. Vessey and A. Traum re: preparation of effective date resolutions for liquidating trust board and corporate governance documents for liquidating trust (1.0).	1.50	840.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/05/13	ARCHER, CAROL	Review matters relating to Liquidating Trust, including trustee selection (4.0), related correspondence w/Orrick, US Bank, A. Dienstag, J. Brodsky, D. Mannal (3.7). Revise Liquidating Trust Agreement (1.0), review distribution to consenting claimants re: same (.4), related correspondence w/ A. Dienstag, D. Mannal, R. Ringer re: same (.4). Review unit distribution matters (.5), including drafting of DTC and Continental notices (1.2), related emails w/ A. Dienstag, Loeb & Loeb (1.0), review global unit certificate (.8), draft request for securities account information (.5).	13.50	9,787.50
12/05/13	BESSNER, DEBORAH	Create chart of consenting claimants for C. Archer.	0.40	118.00
12/05/13	SHARRET, JENNIFER	Correspondence with R. Ringer re: modifications to confirmation order (.2); review same (.4)	0.60	417.00
12/05/13	FREJKA, ELISE S	Review Plan Supplement documents regarding causes of action (1.8); email and call with M. Rothschild regarding same (.3); revise description of causes of action transferring to Liquidating Trust (2.1); email with J. Brodsky regarding same (.1); comments to Plan confirmation order (2.3); comments to revised Plan (.3).	6.90	5,416.50
12/05/13	TAYLOR, JEFFREY	Review draft spreadsheet of assets to be transferred on the effective date (1.1); internal discussions w/ A. Webber and J. Bessonette regarding the same (1.0).	2.10	1,627.50
12/05/13	RINGER, RACHAEL L	Assist with edits to proposed findings of fact (.5), assist with finalizing confirmation order (3.0), revise proposed findings of fact (2.9), and prepare the Kruger declaration for filing, (2.0) discussions with S. Zide, Kirkland, MoFo, JSNs re: same (1.5)	9.90	5,544.00
12/06/13	WEBBER, AMANDA	Research re global certificates for liquidating trust.	0.90	625.50
12/06/13	TRAUM, ALEXANDER	Research (1.8) and draft (2.2) Global Unit Certificate for Liquidating Trust.	4.00	1,700.00
12/06/13	BESSNER, DEBORAH	Create list of consenting claimants for C. Archer.	0.30	88.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/06/13	ECKSTEIN, KENNETH H.	Revise confirmation order and plan amendment (1.5); call with G. Lee re Dec 11 hearing (.8); call w/J. Brodsky re: same (.5); call J. Dubel re: same (.7); call D. Mannal re: effective date issues (.5); review materials re open issues with effective date (.8).	4.80	4,752.00
12/06/13	BESSONETTE, JOHN	Review and reply to LT and emergence-related email correspondence re excluded/included assets, including causes of action, Trustee matters, FHA matters (1.2); prepare for (.6) and attend Plan Execution Meeting with Debtors, D. Mannal, C. Archer, J. Taylor (1.9); numerous conferences and emails re finalizing LTA, asset transfers, distributions, Trustee matters, transfer agent and all open items for effective date (2.5), discussion with J. Taylor re: draft spreadsheet re: same (.6), confer with J. Shifer re: Liquidating Trust Agreement (.3).	7.10	5,857.50
12/06/13	DIENSTAG, ABBE L.	Conference call with C. Archer, S. McCorkle of DTC, J. Opolsky of Cleary, K. Jennings of CST re: DTC eligibility mechanics (0.5); emails with J. Shifer, J. Bessonette re: estimation provision of LTA (0.4); partial participation in status update call (with C. Archer, B. Herzog, J. Bessonette) (0.3); review (.1) and comment on Interim LTA (0.5).	1.80	1,575.00
12/06/13	TRACHTMAN, JEFFREY S.	Review draft findings of fact re: confirmation.	0.60	555.00
12/06/13	MANNAL, DOUGLAS	Prep for (.3) and attend all hands meeting with J. Bessonette, C. Archer, J. Taylor re: plan effective date prep (1.9); email with T. Farley re: Canadian tax issues (.4); revise effective date funds flow memo (.6); email w/ J. Brody re: effective date (.2); research severance claim issue (.9), call with K. Eckstein re: effective date issues (.5).	4.80	3,960.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/06/13	ZIDE, STEPHEN	Emails with Mofo re confirmation order (.2). Emails and calls with D. Mannal, E. Frejka, and P. McElvain re release (.6). Review plan redline and coordinate filing of same with R. Ringer (.4). Emails and calls with Kirkland and J. Shifer re resolution of Wachovia objection (.5); review WFBNA's post-confirmation hearing brief (.4). Emails with C. Archer re plan distributions (.1). Emails with Ocwen, J. Shifer and Mofo re Impac settlement (.2).	2.40	1,788.00
12/06/13	BROWN, DANIELLE Y	Prepare global unit certificate for liquidating trust units	1.00	560.00
12/06/13	ARCHER, CAROL	Plan Execution conf call with Debtors, D. Mannal, J. Bessonette, J. Taylor (1.9). Review liquidating trust matters including trustee selection (1.4), related conf call w/Wilmington, J. Brodsky re: same (1), conf/emails w/Orrick re: same (1.5). Draft written consent of liquidating trustee, execution thereof and other liquidating trust documents (.7), related email to J. Dubel and A. Dienstag (.3). Review effective date matters incl. collection of wire instructions (.8), related emails w/P. Grande, J. Horner, S. Zide re: same (1.1). Review interim liquidating trust agreement (1.3), related emails w/counsel to Wilmington re: same (.7). Review matters relating to unit distribution (.3), conf call w/DTC, Continental, J. Horner, A. Dienstag, Wilmington re: same (.5), draft DTC notice (.8). Conf w/E. Frejka re: Borrower Trust matters (.5).	12.80	9,280.00
12/06/13	SHIFER, JOSEPH A	Review Liquidating Trust Agreement re distribution issues (.7), emails with A. Dienstag, C. Archer, and J. Bessonette re same (.8), confer with J. Bessonette re same (.3), revisions to LTA re same (.5), emails with N. Ornstein and S. Zide re WFBNA objection (.5).	2.80	1,946.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/06/13	FREJKA, ELISE S	Call with M. Rothschild regarding causes of action for plan supplement (.3); email with D. Harris regarding same (.1); analysis of proposed final list of causes of action to be transferred to Liquidating Trust (1.8); revise language regarding same (1.3); call with M. Rothschild regarding same (.3); review revised plan and confirmation order (.2); revise borrower trust documents (1.6), confer with C. Archer re: Borrower Trust matters (.5).	6.10	4,788.50
12/06/13	TAYLOR, JEFFREY	Call with D. Mannal, J. Bessonette, C. Archer, Debtors regarding items to be completed in conjunction with the effective date of the plan (1.9); revise draft spreadsheet re: assets being transferred to the trust (1.1); internal discussions w/ J. Bessonette regarding the same (.6).	3.60	2,790.00
12/06/13	RINGER, RACHAEL L	Finalize final plan redline (.4), further revise same re: comments from KL, Debtors, Committee members (1.4).	1.80	1,008.00
12/07/13	TRAUM, ALEXANDER	Draft Global Unit Certificate (1), Draft Trading Policy (1.5), Draft Related Person Policy (1) all re: Liquidating Trust.	3.50	1,487.50
12/07/13	DIENSTAG, ABBE L.	Review emails mechanics of DTC eligibility and record holder count (0.2); emails with C. Archer re: same (0.2).	0.40	350.00
12/07/13	ARCHER, CAROL	Emails w/A. Dienstag, J. Bessonette re: liquidating trust matters including unit issuances, effective date documents (.8). Emails w/Orrick re: LTA (.2), review comments re: same (.5).	1.50	1,087.50
12/07/13	BESSONETTE, JOHN	Emails from effective date working group re open matters for closing and distributions.	1.70	1,402.50
12/07/13	ZIDE, STEPHEN	Emails with J. Shifer, D. Mannal and D. Harris re potential Wachovia settlement (.2).	0.20	149.00
12/07/13	SHIFER, JOSEPH A	Emails with D. Harris, S. Zide, D. Mannal, and N. Ornstein re WFBNA objection.	1.60	1,112.00
12/08/13	TRAUM, ALEXANDER	Continue drafting Related Person Policy (.5), Trading Policy (.5), Global Unit Certificate (.5) all re: Liquidating Trust.	1.50	637.50
12/08/13	ALLARD, NATHANIEL	Correspond w/ S. Zide, J. Sharret re: plan documents (.3).	0.30	127.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/08/13	BESSONETTE, JOHN	Review and respond to numerous emails from working group members re confirmation and effective date matters (.8).	0.80	660.00
12/08/13	ECKSTEIN, KENNETH H.	Correspond w/ D. Mannal re: confirmation hearing (.4); call with G. Lee re: same (.8); review revised order and plan (1.2).	2.40	2,376.00
12/08/13	ZIDE, STEPHEN	Emails with J. Shifer re Wachovia settlement (.2). Emails with D. Mannal and K. Eckstein re post emergence management comp and severance issues (1.1), confer with J. Shifer re: WFBNA objection (.3).	1.60	1,192.00
12/08/13	SHARRET, JENNIFER	Correspondence with L. Marinuzzi re: status of discussions with DOJ; correspondence with N. Allard re: next steps in confirmation	0.30	208.50
12/08/13	SHIFER, JOSEPH A	Confer with N. Ornstein re WFBNA objection (.3), follow up confs with S. Zide re same (.3), numerous emails with S. Zide, D. Harris, and N. Ornstein re same (1.7).	2.30	1,598.50
12/09/13	ZIDE, STEPHEN	Call with D. Mannal, J. Brodsky, J. Shifer, C. Archer, D. Brown, L. Marinuzzi and N. Rosenbaum re plan execution, closing issues (2); speak with J. Bessonette re same (.5); Emails with C. Archer and D. Mannal re same (.5). Speak with K. Eckstein and D. Mannal re post emergence trust projects (.5). Review unit distribution mechanics from Moelis (1.0); follow up correspondence with Moelis and J. Shifer re same (.5). Emails with Mofo, J. Shifer and Kirkland re Wachovia settlement (1.2). Call with J. Newton re RMBS fees (.5). Emails with J. Bessonette and D. Mannal re rider to funds flow disclosure (.4). Emails with J. Shifer and Mofo re DSU escrow (.2).	7.30	5,438.50
12/09/13	DENK, KURT M	Review emails from R. Ringer and N. Hamerman re post-Phase II /Confirmation hearing status issues and workflows.	0.50	247.50
12/09/13	ALLARD, NATHANIEL	Draft notice of confirmation and effective date (1.8), correspond w/ R. Ringer re: same (.3); draft notice of deadline re: admin claims (1.5), correspond w/ R. Ringer re: same (.2); further revise notice of effective date (.5).	4.30	1,827.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/09/13	BESSONETTE, JOHN	Review Ropes/Units and exit resolutions form (.5), comment on same (.8); prepare for (.8) and attend Exit working group meeting (2.0); supervise KL corporate exit team in corporate governance documents, asset transfer items (1.7); prepare legal closing checklist draft (3.0); review (2.2) and revise (2.3) outstanding items for Effective Date re: exit resolutions, LT resolutions, funds flow, FINRA issues; call with S. Zide re: closing issues (.5), Attend meeting w/ D. Brown and A. Traum re: corporate actions on effective date (1.0).	14.80	12,210.00
12/09/13	TRAUM, ALEXANDER	Continue draft Audit Charter (1) Draft Global Unit Certificate re: Liquidating Trust (.5), Research on affiliate status (1.0), Research Effective DATE tasks (2), Meeting re closing tasks with J. Bessonette and D. Brown (1), Create chart re Debtor tasks (1).	6.50	2,762.50
12/09/13	ARCHER, CAROL	Call w/Wilmington, Orrick, A. Dienstag re: FHA Trustee (.5), related revisions to Liquidating Trust Agreement, FHA Qualified Trustee matters (2.0). Review timeline and checklists re: same (1.0), prepare for (.2) and attend Plan Execution call with S. Zide, J. Shifer, D. Brown, J. Brodsky, D. Mannal, L. Marinuzzi and N. Rosenbaum, company (2.0). Conf w/DTC re: eligibility process (2.0), related correspondence w/A. Dienstag re: same (.4). Review matters relating to unit issuances including coordination with transfer agent, drafting of notices, unit certificate, collection of brokerage information (3.0). Supervise D. Brown and A. Traum re: matters relating to closing (.9). Conf w/S. Shelly re: PSC Trust matters (.1); review related direction letter (.4), call with E. Frejka re: transfer documents (.1).	12.60	9,135.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/09/13	DIENSTAG, ABBE L.	Conference with C. Archer, Wilmington Trust, Orrick, Richard Layton and Finger to discuss matters relating to the FHA Trustee (0.5); participation in working group status call re: closing/ effective date matters with MoFo, J. Brodsky, D. Mannal, S. Zide(2); review and revise legend for available cash projections (0.5); revise FHA provisions of LTA (1.3); numerous correspondence with C. Archer, J. Bessonette re: closing on unit issuance (.5); t/c with C. Archer, J. Silverster of DTC re: underwriting (0.2); emails A. Traum re: research on affiliate status of nominating parties (0.3); numerous emails with J. Bessonette re: effectiveness issues and mechanics (0.5).	5.80	5,075.00
12/09/13	ECKSTEIN, KENNETH H.	Call w/J. Brodsky re budget, effective date issues (1.4); call with R. Schrock re effective date issues (.4); review effective date materials (1.7), call with S. Zide and D. Mannal re: post emergence trust projects (.5).	4.00	3,960.00
12/09/13	TRACHTMAN, JEFFREY S.	Emails on plan discovery with R. Ringer, R. Feinstein.	0.30	277.50
12/09/13	MANNAL, DOUGLAS	Prep for (.4) and attend plan execution call with ResCap management, S. Zide, J. Shifer, J. Brodsky, C. Archer, L. Marinuzzi and N. Rosenbaum, company re: plan effective date (2.0); attend call with T. Hamzehpour and B. Perlstein re: post-effective date gov't issues (.6), call with K. Eckstein and S. Zide re: post emergence trust projects (.5).	3.50	2,887.50
12/09/13	BROWN, DANIELLE Y	Revise global unit certificate for liquidating trust units (0.3); Prepare resolutions of the liquidating trust board relating to effective date actions (2.0); Participate in plan execution call with D. Mannal, J. Brodsky, S. Zide, C. Archer, J. Shifer, L. Marinuzzi and N. Rosenbaum (2.0); Attend meeting w/ J. Bessonette and A. Traum re: corporate actions on effective date (1.0); Revise liquidating trust agreement (2.0), review same (1.0).	8.30	4,648.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/09/13	SHARRET, JENNIFER	Correspondence with Company and B. Perlstein re: status of DOJ issues (.5); prep for and participate in call with company, D. Mannal and B. Perlstein re: ongoing regulatory obligations (.5) post-call correspondence with D. Mannal and J. Shifer re: regulatory obligations (.2); post-call correspondence with B. Perlstein and D. Mannal re: remaining regulatory obligations (.2)	1.40	973.00
12/09/13	FREJKA, ELISE S	Comments to Borrower Trust Agreement (1.4); discussion with C. Archer regarding transfer documents (.1) and revisions to Borrower Trust Agreement (.2); revisions to plan supplement documents (2.1); review Cap Re plan objection (.6); emails with M. Etkin, N. Rosenbaum regarding Cap Re issues and carve out (.3); comment on Moore settlement to resolve confirmation objection (3.1).	7.80	6,123.00
12/09/13	SHIFER, JOSEPH A	Emails with D. Harris and N. Ornstein re WFBNA objection (.5), revise confirmation order re same (.6), attend plan execution call with ResCap management, D. Mannal, J. Brodsky, S. Zide, C. Archer, D. Brown, L. Marinuzzi and N. Rosenbaum (2.0), follow up emails with D. Harris and D. Mannal re same (.3), review WFBNA RoR (.3), confer with D. Harris re same (.2), emails with N. Lebioda and S. Zide re same (.8).	4.70	3,266.50
12/09/13	RINGER, RACHAEL L	Further revise confirmation order (.4), review/revise notices of effective date/confirmation and the admin claims bar date (.4)	0.80	448.00
12/09/13	RINGER, RACHAEL L	Further revise confirmation order re: additional comments (.7)	0.70	392.00
12/10/13	WEBBER, AMANDA	Review revised chart of assets transferring to liquidating trust (.5); conf with ResCap, J. Bessonette and J. Taylor re assets transferring to liquidating trust (.6).	1.10	764.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/10/13	BESSONETTE, JOHN	Conference call ResCap asset team, J. Taylor, A. Webber re asset transfers (.5); finalize draft of closing checklist for effective date/legal items (.6) and circulate revisions to same (.5); correspondence with exit effective date working group re all open items (1.0); review legend re funds available for distribution (.4); revise confirmation order (1.5); conference calls with exit team regarding authority, regulations of Debtors and LT (.8); revise plan documents (3.5), follow up on all outstanding items for effective date (2.5), numerous correspondence with internal KL team regarding same (.6), call with A. Dienstag re: closing checklist (.3), call with A. Dienstag and C. Archer re: closing (.5); calls with A. Dienstag, S. Zide and C. Archer re revisions to LTA (.5), speak with S. Zide re: emergence check list (.3).	13.50	11,137.50
12/10/13	TRAUM, ALEXANDER	Research re affiliate status under SEC Rules (2); Draft Legal Opinion re units (2.5), Research Audit Committee Charter (.7).	5.20	2,210.00
12/10/13	SIMON, NORMAN	Revise confirmation order (.4) and G. Uzzi Declaration re: JSN issues(.2).	0.60	495.00
12/10/13	ARCHER, CAROL	Conf call w/DTC, Continental, Cleary, J. Horner, A. Dienstag re: Unit issuance matters (.8), prepare for same (.5), draft notices and unit certificate (1.3). Conf call w/S. Zide, D. Horst re: Allowed claims receiving Units, related emails w/ FTL, research (1.2). Review Liquidating Trust matters including LTA Borrower Claims Trust Agreement (3.8) and coordinate w/regulatory counsel, filing of trust certificates (1.3), Review Effective DATE issues (2.4), call w/A. Dienstag, J. Bessonette re: closing (.5); calls with A. Dienstag, J. Bessonette and S. Zide re revisions to LTA (.5).	12.30	8,917.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/10/13	DIENSTAG, ABBE L.	Call with (.3) J. Bessonette re: closing checklist; call with T. Hoffner re: FHA provisions of the LTA (0.3); emails with D. Beasley re: same (0.2); review form of exit resolution and comment (0.2); call with C. Archer re: same (.1) and review additional comments of RLF (0.4); conference with C. Archer, S. McCorkle, J. Kinne, K. Jennings, J. Opolsky, P. Finley re: unit issuance mechanics (0.8); participate with J. Bessonette and C. Archer in planning meeting (0.5); call with D. Brown re: resolutions (0.3), call with J. Brodsky re: same (0.2); call with J. Dubel re: trust affiliate issues (0.2); correspondence with S. O'Neal, J. Opolsky re: revision to nominating party provisions (0.3); correspond with K. Eckstein re: trust affiliate issues (0.1); emails with D. Mannal re: same (0.1); call with D. Mannal, P. McElvain re: projections (0.2); c/w J. Bessonette, S. Zide, C. Archer re: same and final revisions to LTA (0.5); comment on email for distribution of LTA (0.3); begin timeline for DTC distribution (0.5); numerous emails with J. Bessonette re: closing (0.5); correspondence with J. Bessonette, C Archer, D. Brown re: same (0.5); comment on FINRA email (0.1); emails with A. Traum re: affiliate research (0.2); review of draft DTC opinion and email re: same (0.2).	7.00	6,125.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/10/13	ZIDE, STEPHEN	Correspondence with Mofo, C. Archer and J. Bessonette re flow of funds on emergence (1.4). Review revised confirmation order (.5); emails with R. Ringer re same (.2). Emails (.5) and calls (.5) with A. Dienstag, J. Bessonette and C. Archer re revisions to LTA. Prepare talking points for confirmation hearing (.8); speak with R. Ringer and K. Eckstein re same (.6). Correspondence with K. Eckstein, J. Shifer and D. Mannal re post emergence budgeting issues (2). Emails with C. Archer and company re distributions of units to allowed claims (.7), call with C. Archer, D. Horst re: Allowed claims (.3). Review Moelis analysis re adjustment mechanism (.7). Correspondence with J. Shifer re outstanding servicing agreements to be assumed (.5). Comment on board resolutions (.8). Review (.3) and speak (.3) with J. Bessonette re emergence check list. Revise notices of effective date and admin bar date (.7).	10.80	8,046.00
12/10/13	ALLARD, NATHANIEL	Draft notice re: LTA (.6), draft notice re: admin claims deadline (1.0), draft notice re: notice of effective date (1.0), research precedent re: same (1.1) correspond w/ R. Ringer, S. Zide re: same (.5); call w/ D. Harris re: same (.2), follow-up correspondence w/ MoFo, S. Zide, R. Ringer re: same (.5); Review notices in advance of filing (.8).	5.70	2,422.50
12/10/13	HERZOG, BARRY	Discussion w/ J. Horner re: foreign subsidiaries (0.3); revisions to closing for Phase II hearing (0.6).	0.90	805.50
12/10/13	KAUFMAN, PHILIP	Review declaration re: JSN changed votes (.4).	0.40	376.00
12/10/13	BLABEY, DAVID E	Review Wells Fargo objection to proposed findings of fact.	0.20	149.00
12/10/13	MANNAL, DOUGLAS	TCF with J. Brodsky and J. Dubel re: LTA amendment (1.1); revise same (.3); email w/ A. Dienstag and C. Archer re: same (.3); prep for confirmation hearing w/ K. Eckstein (2.3); revise closing check list in prep for effective date (.7); email flow of funds to Kirkland (.2); TCF w/ Allstate re: LTA amendments (.4); email to J. Dubel and J. Brodsky re: same (.2).	5.50	4,537.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/10/13	BROWN, DANIELLE Y	Revise liquidating trust agreement (2.5); Prepare resolutions of the liquidating trust board in connection w/ effective date corporate actions (4.4); Participate in call re: exit resolutions, effective date resolutions, and signing designations (1.0), call with A. Dienstag re: resolutions (.3), emails with A. Dienstag re: same (.8).	9.00	5,040.00
12/10/13	SHARRET, JENNIFER	Review confirmation order; correspondence with R. Ringer re: same (.5); review update from B. Perlstein re: government obligations (.3); correspondence with MA AG re: status of plan and confirmation order (.3)	1.10	764.50
12/10/13	FREJKA, ELISE S	Provide comments to Confirmation Order (1.4); discussion with C. Archer regarding open borrower trust issues (.3); revisions to plan supplement trust documents (2.1); review of administrative expenses of borrower trust and mechanism for same (.5); email with D. Mannal regarding same (.2); conference call D. Mannal, C. Archer, D. Flanigan regarding borrower trust open issues (.5); revise cooperation agreement (.5); emails with F. Walters regarding same (.2).	5.70	4,474.50
12/10/13	SHIFER, JOSEPH A	Perform research re DSU escrow (.4), emails with S. Zide, R. Ringer, D. Harris and J. Wishnew re same (.7), review Uzzi and Marinuzzi declaration re voting certification (.8), emails with D. Harris re same (.4), emails with R. Rainer and D. Eggermann re: confirmation order (.8), emails with C. Archer re DTC solicitation (.3)	3.40	2,363.00
12/10/13	TAYLOR, JEFFREY	Call w/ debtor regarding assets being transferred on the effective date (1.0); internal discussions w/ J. Bessonette and A. Webber regarding the same (.6); participated in call with working group to discuss resolutions and other effective date items (2.2).	3.80	2,945.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/10/13	RINGER, RACHAEL L	Revise confirmation order (.6), e-mails/discussion with S. Zide re: same, e-mails with KL team re: same (.4), draft hearing notes re: confirmation order presentation (1.0), further revise same re: comments from S. Zide (.6), further revisions to confirmation order/finalize same for filing (.7), address issues with Kirkland/MoFo re: confirmation order (.9), review/finalize confirmation order and LTA notice for filing (2.1), assist D. Mannal with material re: UCC distributions, draft committee update e-mail re: same (2.0), speak with S. Zide and K. Eckstein re: confirmation hearing preparation (.6).	8.90	4,984.00
12/10/13	ECKSTEIN, KENNETH H.	Prep for confirmation hearing with D. Mannal (2.3); call with S. Zide and R. Ringer re: talking points for confirmation hearing (.6), review same (.3).	3.20	3,168.00
12/10/13	ECKSTEIN, KENNETH H.	Call with J. Brodsky re: closing issues (.8); call J. Dubel re same (.4).	1.20	1,188.00
12/11/13	BESSONETTE, JOHN	Review effective date action items and related matters (.5); correspondence with working group members re unit distributions and cash distributions (.8); discussions with J. Taylor re: Effective Date issues (.4). prepare for (.3) and attend (1.7) Plan Execution meeting, correspondence with all working group members re outstanding items for effective date (1.5), call C. Archer, A. Dienstag re: planning for effectiveness (0.5), Attend meeting w/ D. Brown, C. Archer and A. Traum re: corporate actions on effective date (0.7); prepare effective date memo draft (1.5).	7.90	6,517.50
12/11/13	DIENSTAG, ABBE L.	Complete draft DTC timeline (2.2); emails J. Brodsky re: restrictions on promoting a market (0.1); review draft opinion to DTC (0.5); revise draft instruction letter from the PSC Trust (0.3); participate in call with C. Archer on unitholder letter (0.5); call with C. Archer, J. Bessonette re: planning for effectiveness (0.5); participate in portion of plan execution call (0.3); call P. McElvain re: distribution from PSC Trust (0.2); begin revising resolutions (1.0).	5.60	4,900.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/11/13	ZIDE, STEPHEN	Participate on call with ResCap, Mofo, C. Archer and J. Shifer re logistics for distributions (.9); review company charts and schedules re same (.5). Review Moelis analysis re reserves and adjustment factor (.4); email Moelis re same (.1). Review confirmation order before going to chambers (.3); emails and speak with R. Ringer re same (.1); emails with A. Dienstag re same (.1). Emails with counsel to Assured and D. Eggermann re distributions (.1). Emails and calls with C. Archer, A. Dienstag and J. Bessonette re closing issues (.4). Call with D. Mannal, ResCap and Mofo re closing logistics (.5). Revise confirmation press release (.4). Comment on broker request form for plan distributions (.4); call with C. Archer re same (.2). Meeting with K. Eckstein and D. Mannal re estate projections (1.5).	5.90	4,395.50
12/11/13	ARCHER, CAROL	Review matters relating to issuance of Units including DTC eligibility process, DTC opinion and notice, timeline (2.0). call w/ A. Dienstag relating thereto (.5). Review Borrower Claims Trust Agreement (.5), related call w/ E. Frejka, D. Flanigan re: same (.4), review ancillary agreements incl. Cooperation Agreements (1.6). Confer w/ D. Horst, S. Zide, J. Shifer re: claimholder mailing (.9), draft letter re: same (1.5), emails with S. Zide re: same (.2). Attend Plan Execution Meeting (1.7), and internal KL emails re: revisions to Master checklist (.4). Review requests of J. Horner, J. Shank, D. Horst re closing matters (1.0), call A. Dienstag, J. Bessonette re: planning for effectiveness (0.5), Attend meeting w/ J. Bessonette, D. Brown and A. Traum re: corporate actions on effective date (0.7)	11.90	8,627.50
12/11/13	ALLARD, NATHANIEL	Review confirmation order and plan prior to final submission to Chambers following confirmation hearing (1.6), correspond w/ R. Ringer re: same (.3).	1.90	807.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/11/13	TRAUM, ALEXANDER	Assist J. Bessonette and C. Archer with preparation of Effective Date documents (1.1), Assist A. Dienstag in preparation of Opinion of Counsel to DTC (3) , Attend meeting w/ J. Bessonette, C. Archer and D. Brown re: corporate actions on effective date (0.7).	4.80	2,040.00
12/11/13	MANNAL, DOUGLAS	Research re: revised distribution estimate (3.4), meeting with K. Eckstein and S. Zide re estate projections (1.5)	4.90	4,042.50
12/11/13	BESSNER, DEBORAH	Create binders re: recently filed plan documents.	0.50	147.50
12/11/13	BROWN, DANIELLE Y	Revise effective date resolutions of the liquidating trust board (0.5); Participate in portion of plan execution call (1.0); Attend meeting w/ J. Bessonette, C. Archer and A. Traum re: corporate actions on effective date (0.7).	2.20	1,232.00
12/11/13	FREJKA, ELISE S	Revise Borrower Trust Agreement (.9); revise Insurance Cooperation Agreement (.7); conference call with C. Archer, D. Flanigan regarding Borrower Trust (.4); emails with M. Etkin, N. Rosenbaum regarding Moore settlement and Moore objection to confirmation (.2); review current version of Moore settlement (.8); review budget for Borrower Trust (.2); revise plan supplement documents (2.1).	5.30	4,160.50
12/11/13	SHIFER, JOSEPH A	Emails with C. Archer re Liquidating Trust Agreement (.4), review as-entered confirmation order (.6), emails with D. Eggermann re same (.2), call with S. Zide, C. Archer, J. Brodsky and D. Horst re distributions (.8), attend portion of plan execution call (1.2).	3.20	2,224.00
12/11/13	RINGER, RACHAEL L	Finalize Plan/Confirmation Order (1.3), e-mails with S. Zide and N. Allard re: same (.5)	1.80	1,008.00
12/11/13	TAYLOR, JEFFREY	Review presentation materials relating to the transfer of assets on the Effective Date (1.0); internal discussions w/ J. Bessonette regarding the same (.4).	1.40	1,085.00
12/11/13	ECKSTEIN, KENNETH H.	Correspondence w/J. Brodsky, J. Dubel, Blackstone, M. Ellenberg re budget adjustment, disclaimer (2.0), meeting with S. Zide and D. Mannal re estate projections (1.5)	3.50	3,465.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/11/13	RINGER, RACHAEL L	Numerous revisions to ResCap press release (2.0).	2.00	1,120.00
12/11/13	ECKSTEIN, KENNETH H.	Revise presentation to trust re effective date issues (1.3).	1.30	1,287.00
12/12/13	WEBBER, AMANDA	Prepare summary chart of assets transferring to liquidating trust (2.1); internal discussions with J. Bessonette and J. Taylor regarding the same (.6).	2.70	1,876.50
12/12/13	BESSONETTE, JOHN	Numerous correspondence with Debtors, Ally, Seward & Kissel, Borrower counsel, KL and Mofo to finalize all items for closing (3.4); review (3.2) and revisions (4.0) to numerous documents re: preparation for effective date, review same (.8), call with C. Archer re: unit issuance issues (1.2), call with A. Dienstag, A. Traum, J. Bessonette, Continental, Loeb and WTC to discuss timeline (.8), discussions with J. Taylor and A. Webber regarding the same (.6).	14.00	11,550.00
12/12/13	TRAUM, ALEXANDER	Revise legal opinion to DTC (.5), review same (1), Prepare (.7) and attend conference call with A. Dienstag, C. Archer, J. Bessonette, DTC, Continental, ResCap re distribution (.8), Assist J. Bessonette and C. Archer with preparation of Effective Date documents (4.0), review same (3.3), call with A. Dienstag re: DTC opinion of counsel (.2).	10.50	4,462.50
12/12/13	ARCHER, CAROL	Conf call w/ D. Horst and team, S. Zide, FTI re: unit issuance issues (1), continue to draft letter re: same (1.2), conf w/J. Bessonette re: same (1.6). Review checklists for effective date (.5), drafted bills of transfer for effective date (1.0), respond to requests of J. Horner, J. Shank, D. Horst re: effective date matters (1.7). Review unit issuance matters (2.1) confer w/DTC, Wilmington re: same (.7), draft eligibility notice (.9). Review matters relating to Borrower Claims Trust (2.0), related emails w/D. Flanigan, E. Frejka, documents (.4), call with A. Dienstag, A. Traum, J. Bessonette, Continental, Loeb and WTC to discuss closing timeline (.8).	13.90	10,077.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/12/13	ECKSTEIN, KENNETH H.	Call with L. Morrissey re noteholder, resolve DS plan to inter appellants (1.8); draft memo re holdback, disclosure (1.0); follow up w/ J. Brodsky, J. Dubel, M. Sonkin re disclaimer issues (1.3); call with S. O'Neal re: disclosure (.4); Call with S. Zide, D. Mannal, A. Dienstag, S. O'Neal, K. Patrick, J. Dubel, M. Sonkin and J. Brodsky re updating projections (1), prepare for same (.2).	5.70	5,643.00
12/12/13	DIENSTAG, ABBE L.	Call with A. Traum re: DTC opinion of counsel (0.2); conference call with C. Archer, A. Traum, J. Bessonette, K. Jennings, M. Harry of Continental, W. Curchack of Loeb, J. Clark, P. Finkel of WTC to discuss closing timeline (0.8); follow-up emails reporting on mechanics (0.2); call with D. Mannal re: effective date (.3); emails with J. Dubel re: Quest engagement letter (0.5); partial participation in consenting claimants call to discuss projections (0.5); emails with K. Eckstein re: same (0.2); Attend portion of call with K. Eckstein, D. Mannal, S. Zide, S. O'Neal, K. Patrick, J. Dubel, M. Sonkin and J. Brodsky re updating projections (.5); revisions to LTA (0.6); c/w C. Archer re: additional revisions to and distribution of same (0.2); correspond with D. Mannal re: same (0.1); call with W. Curchack re: cash distribution on Units. (0.1).	4.20	3,675.00
12/12/13	MANNAL, DOUGLAS	Prep for effective date (2.2), review as-filed plan documents (2.0), call with A. Dienstag re: effective date (.3), . Call with K. Eckstein, S. Zide, A. Dienstag, S. O'Neill, K. Patrick, J. Dubel, M. Sonkin and J. Brodsky re updating projections (1), discuss Quest engagement letter with R, Ringer (.5).	6.00	4,950.00
12/12/13	ZIDE, STEPHEN	Call with J. Phelps re unit distributions (.2). call with D. Horst and C. Archer re unit distributions (1); follow up discussions with C. Archer re same (.3). Emails and call with Moelis re unit allocations (.7). Call with K. Eckstein, D. Mannal, A. Dienstag, S. O'Neill, K. Patrick, J. Dubel, M. Sonkin and J. Brodsky re updating projections (1). Emails with D. Mannal re RMBS fees (.1).	3.30	2,458.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/12/13	FREJKA, ELISE S	Revise Borrower Trust Agreement (.8); revise Insurance Cooperation Agreement (.3); conference call with C. Archer, D. Flanigan regarding Borrower Trust (.8); revise plan supplement documents (3.4); review schedule of payments for deduct from borrower trust funding (.3).	5.60	4,396.00
12/12/13	TAYLOR, JEFFREY	Revise draft presentation regarding assets being transferred to the liquidating trust (1.5); internal discussions with J. Bessonette and A. Webber regarding the same (.6).	2.10	1,627.50
12/12/13	RINGER, RACHAEL L	E-mails with C. Archer re: liquidating trust signature pages for liquidating trustees, e-mails with S. Zide re: same, circulate same (.5), revise Quest engagement letter, finalize same (.8), revisions to same (.2), discuss same with D. Mannal (.5).	2.00	1,120.00
12/13/13	WEBBER, AMANDA	Prepare PowerPoint summary of assets transferring to liquidating trust.	3.00	2,085.00
12/13/13	TRAUM, ALEXANDER	Assist J. Bessonette and C. Archer with preparation of Effective Date documents (3.5), Conference call with A. Dienstag, J. Bessonette, C. Archer, Continental, DTC, and ResCap re: unit distributions (.5)	4.00	1,700.00
12/13/13	BESSONETTE, JOHN	Correspondence with Debtor management team, K&E, Seward, Mr. Brodsky, Mofo and KL to resolve all outstanding items for the Effective Date (3.3); call with A. Dienstag, C. Archer, A. Traum, DTC and Debtors (.5) review of (2.2), revisions to (1.7) Effective Date checklist; prepare (.3) and circulate (.2) open items list internally.	8.20	6,765.00
12/13/13	SHIFER, JOSEPH A	Emails with R. Rainer re unit distribution info and DCR issues (.8), call with R. Rainer re same (.2)	1.00	695.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/13/13	ARCHER, CAROL	Review unit issuance matters including emails w/DTC, Wilmington (.7), draft notices and timeline (1.0). Finalizing agreements, signature pages for Effective Date documents (1.2). Draft of Board resolutions, compilation of board materials (2.2). Review matters relating to Borrower Claims Trust (.4), related correspondence w/D. Flanigan, E. Frejka re: documents (.4). Conf call w/ D. Horst and team, S. Zide, FTI re: claimholder mailing, unit issuance issues (.3), review to draft letter re: same (1.5), related emails w/J. Bessonette re: same (1.1), conference with A. Dienstag, S. McCorkle, J. Kinne, J. Clark, P. Finkel, W. Curchack, M. Horry re: DTC distribution procedures (.7), call with A. Dienstag, A. Traum, J. Bessonette, DTC and Debtors re: unit distributions (.5).	10.00	7,250.00
12/13/13	ALLARD, NATHANIEL	Correspond w/ R. Ringer, J. Shifer re: members of LT Board, research related to same (.5).	0.50	212.50
12/13/13	ECKSTEIN, KENNETH H.	Review effective date distribution, budget (.4); calls w/Blackstone re adjustments (.3); call with M. Johnson re: issues with same (.3); call w/J. Brodsky re issues with same (.4); call w/MoFo, J. Brodsky, KL re: company projections, fee accruals and reconciliations (1.4); correspond with consenting claimants group re disclosure of distributions (.8); meeting with R. Ringer and D. Mannal re: fee projections for all professionals (.5)	4.10	4,059.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/13/13	DIENSTAG, ABBE L.	Revise first day resolutions (.4); correspond with D. Mannal, emails with J. Brodsky, J. Dubel re: OTC Markets quotation and eligibility (0.4); emails with S. O'Neal re: same (0.2); conference with C. Archer, S. McCorkle, J. Kinne of DTC, J. Clark, P. Finkel of Wilmington, W. Curchack of Loeb, M. Horry of Continental re: DTC distribution procedures (0.7); email with J. Bessonette re: closing mechanics (0.1); call with D. Mannal, J. Dubel, J. Brodsky to discuss Quest engagement letter (0.4); call S. Shelly re: cash distributions to PSC claimants (0.2); emails J. Bessonette re: closing mechanics (0.2); call with J. Bessonette, C. Archer, A. Traum, DTC and Debtors re: unit distributions (.5).	3.10	2,712.50
12/13/13	MANNAL, DOUGLAS	Review Effective Date documents in preparation for ResCap effective date (2.4), call with S. Zide and T. Goren re: settling with AFI (.7); call with A. Dienstag, J. Dubel, J. Brodsky to discuss Quest engagement letter (0.4); meeting with K. Eckstein and R. Ringer re: fee projections for all professionals (.5).	4.00	3,300.00
12/13/13	ZIDE, STEPHEN	Emails with C. Archer re unit issues and letter to allowed creditors (.4). Emails with R. Ringer and J. Bessonette re plan closing issues (.4). Emails (.3) and calls (.7) with T. Goren and D. Mannal re settling up with AFI.	1.80	1,341.00
12/13/13	BROWN, DANIELLE Y	Review (.9) and revise (1.1) audit committee charter, securities trading policy and related party transactions policy for liquidating trust	2.00	1,120.00
12/13/13	FREJKA, ELISE S	Further revise Borrower Trust Agreement (1.2); calls with C. Archer regarding same (.2); review schedule of payments for deduct from borrower trust funding (.3); email with N. Rosenbaum regarding same (.6).	2.30	1,805.50
12/13/13	RINGER, RACHAEL L	Assist with collecting signature pages for liquidating trust (.5), finalize Quest engagement letter (.4).	0.90	504.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/14/13	BESSONETTE, JOHN	Conference call with J. Brodsky, T. Hamzehpour, D. Mannal, J. Horner to review initial LT board meeting materials (.9); follow up call with same re: same (1.0) review (2.3) and revise (1.6) board meeting materials re: same; correspondence with the working group to finalize board materials for distribution in advance of initial meeting of LT Board (1.2); correspondence with K&E re flow of funds revisions made by Ally re Loan Modifications and contract matters (.5).	7.50	6,187.50
12/14/13	DIENSTAG, ABBE L.	Review board package.	0.50	437.50
12/14/13	MANNAL, DOUGLAS	TCF w/ J. Brodsky re: revised numbers re: initial distribution (.2); prep for (.2) and attend conference call w/ J. Brodsky, J. Bessonette and company re: effective date (.9); follow-up call w/ same group re: same (1); review board presentation (.3); email w/ J. Bessonette re: same (.2).	2.80	2,310.00
12/14/13	MANNAL, DOUGLAS	Prep for (.2); attend conference call w/ Cleary, J. Dubel, J. Brodsky and R. Feinstein re: examiner fees (.9).	1.10	907.50
12/14/13	ZIDE, STEPHEN	Emails with J. Bessonette and D. Mannal re open issues with Ally closing wire transfers (.4). Email with R. Ringer re dismissal of adversary proceedings in connection with emergence (.2); review revisions to same (.1). Review closing open items list (.1); review funds from ResCap (.1); emails with J. Bessonette and company re same (.4). Review revised unit allocation chart from Moelis (.2).	1.50	1,117.50
12/15/13	BESSONETTE, JOHN	Emails re Loan Mods, including with K&E and S. Zide (.3), call with S. Zide and N. Orenstein re: closing issues with AFI (.5); review and reply to emails with C. Archer re outstanding items for effective date, Ally contract claim payment due on effective date, (.6), further correspondence with J. Brodsky, C. Archer, J. Horner re: effective date matters (1.0), attend conference call w/ J. Brodsky, D. Mannal and company re: effective date (.9)	3.30	2,722.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/15/13	ARCHER, CAROL	Correspondence w/J. Brodsky, J. Horner, J. Shank, J. Bessonette re: Effective Date matters (1.9), review Board Package, resolutions (2.3). Email w/E. Frejka, re: Borrower Claims matters including Bill of Transfer (.7). Review Notice to DTC, timeline, and distribution to Wilmington, DTC (1.1).	6.00	4,350.00
12/15/13	DIENSTAG, ABBE L.	Revise DTC timeline (2.0); revise DTC eligibility letter (0.4), emails with W. Curchack re: same (0.1); email with S. Shelly re: wire transfer payments (0.1); emails D. Mannal re: OTC Markets eligibility of Units (0.2); review of the Tiers of OTC Markets and emails S. O'Neal re: same (0.5); conference call with D. Mannal, D. Kamensky, S. O'Neal from Cleary re: LT issues (0.5).	3.80	3,325.00
12/15/13	ZIDE, STEPHEN	Emails with J. Bessonette re closing issues (.1). Emails with J. Bessonette and D. Mannal re closing issues with AFI (.3); follow up call with N. Orenstein and J. Bessonette re same (.5); follow up email to D. Mannal re same (.1); follow up emails with J. Sharret and B. Perlstein re loan modifications (.1); email with J. Bessonette re custodial account (.1). Emails with M. Talarico re unit allocations (.2).	1.40	1,043.00
12/15/13	FREJKA, ELISE S	Review list of payments to borrowers for deduct from Borrower Trust Funding (.2); emails with N. Rosenbaum, D. Flanigan regarding same (.2); follow up delivery of final claims register for borrower claims on effective date (.2); review effective date open issues in connection with Kessler (.2); emails with F. Walters regarding same (.2).	1.00	785.00
12/15/13	RINGER, RACHAEL L	E-mails with S. Zide re: initial unit distributions, e-mails with MoFo re: stipulation dismissing adversary proceedings, e-mails with R. Wynne re: FGIC Appeal (.5)	0.50	280.00
12/16/13	TRAUM, ALEXANDER	Draft Unit Certificate for the Units (1.5), Edit Liquidating Trust Board governance documents (1), Assist J. Bessonette and C. Archer with preparation of Effective Date documents (2.5).	5.00	2,125.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/16/13	ARCHER, CAROL	Finalize trust agreements, checklists, signatures, funds flow items (3.3). Conf call w/ A. Dienstag, DTC, Wilmington Transfer Agent re: unit issuance matters (.7), and emails w/A. Dienstag re: same (.3). Attend Plan Execution call (1.0). Supervise A. Traum re: Effective date matters including agreements, court filings, signature pages (1.6). Draft assignment agreement re: Mitchell Settlement (1.6), related emails w/E. Frejka, MoFo, D. Flanigan (.5).	9.00	6,525.00
12/16/13	SHIFER, JOSEPH A	Revise LT legal budget proposal (.8) and correspond with D. Mannal and K. Eckstein re same (.5), emails with C. Archer and B. Guiney re RMBS Trust Agreement (.3).	1.60	1,112.00
12/16/13	ALLARD, NATHANIEL	Correspond w/ B. Herzog re: confirmation order (.1); review servicing stipulation and correspond w/ J. Sharret re: same (.4).	0.50	212.50
12/16/13	BESSONETTE, JOHN	Numerous correspondence with Ally, Mofo, Trustees, Denver counsel, FL, Debtors re open items for effective date (2.0); discussions with J. Taylor re: transferred assets (1.4), email with R. Ringer and C. Archer re: Quest engagement letter (.8), review Engagement letter (.5), call with A. Dienstag re: closing mechanics (.3), emails with S. Zide re: open issues on closing with AFI (1), discussions with D. Mannal and S. Zide re: AFI Closing issues (.3), Call with company and S. Zide re closing logistics (.5); follow up call with company and S. Zide re closing checklist (1), emails with S. Zide re: same (1.2), review closing checklist (1.5).	10.50	8,662.50
12/16/13	DIENSTAG, ABBE L.	Call with J. Bessonette re: closing mechanics (0.3); conference call with C. Archer, J. Kinne, S. McCorkle of DTC, W. Curchack of Loeb, J. Clark, P. Finkel of WTC, K. Jennings, M. Horry of CST to discuss DTC mechanics (0.7); revise timeline and notice re: same (1.0); call with W. Curchack re: same (0.2); comment on blocker documentation (1.5), emails re: same with MoFo (0.2).	3.90	3,412.50
12/16/13	MANNAL, DOUGLAS	Review insurance issue re: effective date (2.8); prep for (.6) and attend plan effective date meeting with K. Eckstein (1.4), call with S. Zide and J. Bessonette re: AFI closing (.3).	5.10	4,207.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/16/13	ZIDE, STEPHEN	Emails with J. Bessonette re open issues on closing with AFI (.4). Call with company and J. Bessonette re closing logistics (.5); follow up call with company and J. Bessonette re closing checklist (1). Call with Kirkland and company re open AFI closing issues (.8); follow up discussions with D. Mannal and J. Bessonette re same (.3). Email with C. Archer re Assured distributions (.1). Email with S. Tandberg re creditor inquiries (.1). Email with C. Archer, J. Horner and K. Drye wire instructions for JSNs (.1). Review success fee payments for FA in funds flow (.4); correspondence with N. Allard and R. Ringer re same (.6); calls with J. Horner and T. Hamzehpour re same (.5). Review changes to LTA (.3); coordinate filing of LTA revised with C. Archer and R. Ringer (.2). Emails with R. Ringer re finalizing JSN litigation withdrawal stipulations (.3); email Mofo re FGIC stipulation (.1). Revise Loan Mod Letter Agreement with AFI (.8); emails with Kirkland, T. Goren and J. Bessonette re same (.2).	6.70	4,991.50
12/16/13	FREJKA, ELISE S	Comments to bill of transfer of assets to borrower trust (.4); comments to bill of transfer of insurance rights and bond regarding Mitchell settlement (.2); discussion with C. Archer regarding transfer documents and revisions to Borrower Trust Agreement (.3); revisions to plan supplement documents (3.9); call with K. Chopra regarding insurance cooperation agreement (.3); attend portion of closing call with MoFo (.4).	5.50	4,317.50
12/16/13	RINGER, RACHAEL L	E-mails with J. Bessonette and C. Archer re: Quest engagement letter with Liquidating Trust (.3), e-mails with R. Wynne re: FGIC appeal (.2), draft stipulations dismissing the FGIC appeal and consolidated adversary proceedings, e-mails with all professionals re: same (.5), additional e-mails with D. O'Donnell and S. Zide re: same (.4), e-mails with C. Archer, J. Bessonette and D. Mannal re: filing of trust agreements and plan supplement documents (.5)	1.90	1,064.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/16/13	TAYLOR, JEFFREY	Review additional information regarding transferred assets provided by the debtors (1.1); revise draft presentation regarding the same (2.2); discussions w/ J. Bessonette regarding the same (1.4).	4.70	3,642.50
12/16/13	ECKSTEIN, KENNETH H.	Attend plan effective date meeting with D. Mannal.	1.40	1,386.00
12/17/13	TRAUM, ALEXANDER	Draft Liquidating Trust Board policies (2.5), assist J. Bessonette and C. Archer with Effective Date closing preparation (1).	3.50	1,487.50
12/17/13	KAUFMAN, PHILIP	Emails with A. Dienstag and D. Mannal re: insurance for liquidating trust (.4); review materials in connection with same (.4).	0.80	752.00
12/17/13	ARCHER, CAROL	Review Effective Date matters, including execution of trust agreements (2.3), attend closing call with D. Mannal, S. Zide, J. Bessonette (.7) and preparation for same (.5) internal meetings w/J. Bessonette, A. Traum re: same (2.0). Review matters relating to Borrowers Claims Trust, drafted assignment agreement (.6), emails w/D. Flanigan, F. Walters, E. Frejka re: same (.5). Review court filings, related emails w/S. Zide, R. Ringer, MoFo, A. Traum (.8). Review Notice to DTC, related emails w/Loeb, A. Dienstag, DTC re: same (1.0).	8.40	6,090.00
12/17/13	ALLARD, NATHANIEL	Review notice of effective date and admin claims deadline (.5).	0.50	212.50
12/17/13	BESSONETTE, JOHN	Finalize matters for effective date, including final documents and signatures (1.5), closing call with S. Zide, D. Mannal, AFI, Company, C. Archer (.7), discussions with D. Mannal and S. Zide re: next steps (.5); correspondence with working group members re: Effective Date matters, transition from Debtors to Liquidating Trust (1.6), call with A. Dienstag re: closing matters (.2), meet with C. Archer and A. Traum re: effective date (2.0)	6.50	5,362.50
12/17/13	DIENSTAG, ABBE L.	Call J. Bessonette re: closing matters (0.2); call with J. Kinne of DTC re: same (0.1); emails with C. Archer re: notice of eligibility (0.2); review emails from J. Bessonette related to closing (0.2).	0.70	612.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/17/13	ZIDE, STEPHEN	Emails with D. Mannal and J. Bessonette in preparation for closing call (.5); participate on closing call with AFI, Company, D. Mannal, C. Archer and J. Bessonette (.7); follow up discussions with D. Mannal and J. Bessonette re next steps (.5). Review FTI report re unit allocations (.3). Review and comment on notice of effective date, admin bar date and revised plan supplement (.5); correspondence with D. Harris and R. Ringer re same (.4). Attend board meeting with D. Mannal (1). Email with T. Hamzehpour re funds flow (.1). Call with S. Mates re distributions (.2). Call with M. Talarico re unit distributions (.5); follow up email with J. Brodsky re: same (.1). Email J. Newton re RMBS trustee fees (.1).	4.90	3,650.50
12/17/13	ZIDE, STEPHEN	Call with creditor re ResCap closing and distributions (.4).	0.40	298.00
12/17/13	MANNAL, DOUGLAS	Prep for (.7) attend closing call with S. Zide, J. Bessonette, C. Archer (.7); email with Kirkland re: insurance issues (.2); email w/ K. Eckstein re: effective date and wires (.2).	1.80	1,485.00
12/17/13	BESSNER, DEBORAH	Email plan and DS to C. Archer.	0.20	59.00
12/17/13	BESSNER, DEBORAH	Compile binder re: plan supplements (1), create index re: same (.2).	1.20	354.00
12/17/13	FREJKA, ELISE S	Correspondence with R. Ringer and K. Eckstein regarding Effective Date issues.	1.00	785.00
12/17/13	SHIFER, JOSEPH A	Emails with B. Guiney and C. Archer re distributions (.5)	0.50	347.50
12/17/13	ECKSTEIN, KENNETH H.	Call with J. Dubel re: Effective Date (.4); correspondence with E. Frejka, R. Ringer re effective date issues (.5).	<u>0.90</u>	<u>891.00</u>
TOTAL			<u>909.40</u>	<u>\$670,192.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00008 (JSN ADVERSARY PROCEEDINGS)

February 28, 2014
Invoice No. 642338

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
SIMON, NORMAN	PARTNER	1.80	1,485.00
ZIDE, STEPHEN	ASSOCIATE	0.10	74.50
BESSNER, DEBORAH	PARALEGAL	<u>1.30</u>	<u>383.50</u>
TOTAL		<u>3.20</u>	<u>\$1,943.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/03/13	SIMON, NORMAN	Review Phase II pleadings.	1.80	1,485.00
12/13/13	BESSNER, DEBORAH	Draft notice of dismissal of JSN adversary proceedings (.8), correspond with R. Ringer re: same (.5).	1.30	383.50
12/13/13	ZIDE, STEPHEN	Emails with C. Siegel and R. Ringer re stipulation dismissing JSN adversary (.1).	<u>0.10</u>	<u>74.50</u>
TOTAL			<u>3.20</u>	<u>\$1,943.00</u>

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
DIENSTAG, ABBE L.	PARTNER	1.00	875.00
ECKSTEIN, KENNETH H.	PARTNER	8.90	8,811.00
BESSONETTE, JOHN	PARTNER	3.20	2,640.00
MANNAL, DOUGLAS	PARTNER	8.40	6,930.00
ZIDE, STEPHEN	ASSOCIATE	8.50	6,332.50
SHIFER, JOSEPH A	ASSOCIATE	0.60	417.00
RINGER, RACHAEL L	ASSOCIATE	20.40	11,424.00
ALLARD, NATHANIEL	ASSOCIATE	18.30	7,777.50
BESSNER, DEBORAH	PARALEGAL	1.20	354.00
TOTAL		<u>70.50</u>	<u>\$45,561.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/02/13	ALLARD, NATHANIEL	Draft 11/27 Committee meeting minutes (.3), Revise October meeting minutes per S. Zide comments (.3).	0.60	255.00
12/02/13	RINGER, RACHAEL L	Review meeting minutes re: [REDACTED] (.2), draft committee update e-mail re: [REDACTED] [REDACTED] (.4)	0.60	336.00
12/03/13	ALLARD, NATHANIEL	Prepare for 12/4 Committee meeting (.2).	0.20	85.00
12/03/13	RINGER, RACHAEL L	Draft Committee update e-mail re: next committee call (.4), e-mails with S. Zide re: same (.3), draft additional update re: [REDACTED] [REDACTED], e-mails with S. Zide, J. Bessonette re: same (.5), revise update e-mail and circulate to committee members (1.0).	2.20	1,232.00
12/03/13	SHIFER, JOSEPH A	Draft committee update re [REDACTED] (.3), follow up emails with R. Ringer re same (.3).	0.60	417.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/04/13	BESSONETTE, JOHN	Attend portion of meeting of committee related to [REDACTED] (1.2).	1.20	990.00
12/04/13	ALLARD, NATHANIEL	Prepare for (.8) and attend (2.2) Committee meeting re: [REDACTED]. Draft Committee meeting minutes re: same (1.0).	4.00	1,700.00
12/04/13	MANNAL, DOUGLAS	Prep for (.9) and attend UCC conference call re: [REDACTED] (2.2).	3.10	2,557.50
12/04/13	BESSNER, DEBORAH	Compile documents for R. Ringer for Committee call.	0.40	118.00
12/04/13	ZIDE, STEPHEN	Participate on UCC call re: [REDACTED] (2.2) and follow up with K. Eckstein re same (.1).	2.30	1,713.50
12/04/13	RINGER, RACHAEL L	Draft Committee update e-mail re [REDACTED] (.3), revise same (.5), e-mails with J. Shifer and S. Zide re: same (.5).	1.30	728.00
12/04/13	ECKSTEIN, KENNETH H.	Prepare for Committee call (1.5) and lead Committee call re: [REDACTED] (2.2).	3.70	3,663.00
12/04/13	RINGER, RACHAEL L	Prepare for (2.3) and attend (2.2) committee call re [REDACTED]	4.50	2,520.00
12/05/13	ZIDE, STEPHEN	Review and revise November UCC meeting minutes (.4)	0.40	298.00
12/05/13	ALLARD, NATHANIEL	Correspond w/ S. Zide re: November Committee meeting minutes (.2), revise same per comments from S. Zide (.5).	0.70	297.50
12/05/13	BESSNER, DEBORAH	Compile documents for Committee Call re: [REDACTED]	0.30	88.50
12/05/13	MANNAL, DOUGLAS	Revise draft email to consenting claimants re: [REDACTED] (.9).	0.90	742.50
12/06/13	ALLARD, NATHANIEL	Correspond w/ S. Zide, R. Ringer re: October & November Committee meeting minutes (.4).	0.40	170.00
12/06/13	MANNAL, DOUGLAS	Revise email to Committee re: [REDACTED] (.3); email w/ R. Ringer and J. Brodsky re: same (.1).	0.40	330.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/06/13	ZIDE, STEPHEN	Emails with R. Ringer and N. Allard re preparation of Committee meeting minutes (.2).	0.20	149.00
12/06/13	RINGER, RACHAEL L	Revise e-mail to Committee members re: [REDACTED] (.7).	0.70	392.00
12/09/13	ZIDE, STEPHEN	Review and revise UCC update email re: [REDACTED] (.1).	0.10	74.50
12/09/13	ALLARD, NATHANIEL	Review (.4) and revise October and November Committee meeting minutes (.3); correspond w/ S. Zide, R. Ringer, A. Alves re: same (.3); prepare for 12/11 Committee meeting re: [REDACTED] (.2).	1.20	510.00
12/09/13	MANNAL, DOUGLAS	Revise UCC update email re: [REDACTED] (.2).	0.20	165.00
12/09/13	ZIDE, STEPHEN	Emails with N. Allard, R. Ringer and P. McElvain re Committee minutes (.8).	0.80	596.00
12/09/13	RINGER, RACHAEL L	Draft committee update e-mail re: [REDACTED] e-mails with D. Mannal, S. Zide re: same (.5), draft Committee meeting minutes from 10/17 Committee meeting (.5), revise same (.3).	1.30	728.00
12/09/13	RINGER, RACHAEL L	Further revise e-mail to Committee members re [REDACTED] (.4)	0.40	224.00
12/10/13	ZIDE, STEPHEN	Review 10/17 Committee minutes (.3); speak with N. Allard re same (.1).	0.40	298.00
12/10/13	ALLARD, NATHANIEL	Revise October Committee meeting minutes (.5), correspond w/ S. Zide, R. Ringer re: same (.2), speak with S. Zide re: same (.1).	0.80	340.00
12/11/13	BESSONETTE, JOHN	Attend Committee meeting re [REDACTED] (2.0).	2.00	1,650.00
12/11/13	ZIDE, STEPHEN	Participate on UCC conference call re [REDACTED] (2); follow up discussions with K. Eckstein, D. Mannal and R. Ringer re same (.5).	2.50	1,862.50
12/11/13	ZIDE, STEPHEN	Review Committee meeting minutes and revise same (.4); speak with N. Allard and R. Ringer re same (.2).	0.60	447.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/11/13	ALLARD, NATHANIEL	Revise October and November meeting minutes (.8), correspond w/ R. Ringer, S. Zide re: same (.4), speak with S. Zide and R. Ringer re: same (.2); Prepare for (.6) and attend (2.0) 12/11 Committee meeting re: [REDACTED]	4.00	1,700.00
12/11/13	BESSNER, DEBORAH	Compile documents for Committee call re: [REDACTED]	0.50	147.50
12/11/13	MANNAL, DOUGLAS	Prep for (.8) and attend UCC call on [REDACTED] (2).	2.80	2,310.00
12/11/13	RINGER, RACHAEL L	Attend Committee call re: [REDACTED] (2.0), [REDACTED], e-mails with Committee members re: same (.1), revise meeting minutes for December meetings(.8), draft Committee update e-mail re: [REDACTED] (.5), speak with S. Zide, N. Allard re: same (.2).	3.60	2,016.00
12/11/13	ECKSTEIN, KENNETH H.	Review [REDACTED] in preparation of Committee Call (1.7).	1.70	1,683.00
12/11/13	ECKSTEIN, KENNETH H.	Continue preparation for Committee call (.5) and lead Committee call re: [REDACTED] (2.0).	2.50	2,475.00
12/11/13	DIENSTAG, ABBE L.	Participate on portion of committee conference call re: [REDACTED] (1.0).	1.00	875.00
12/12/13	ALLARD, NATHANIEL	Draft 12/11 Committee meeting minutes (1.2), review November meeting minutes prior to circulation to Committee (.5).	1.70	722.50
12/12/13	ZIDE, STEPHEN	Review and revise UCC email update on [REDACTED] (.3); emails with R. Ringer re same (.1).	0.40	298.00
12/12/13	RINGER, RACHAEL L	Emails with Committee members re: [REDACTED] (1.0).	1.00	560.00
12/13/13	ALLARD, NATHANIEL	Review pleadings for (.8) and draft Committee update email re: [REDACTED] (.5), correspond w/ R. Ringer re: same (.2).	1.50	637.50
12/13/13	RINGER, RACHAEL L	Draft e-mail to Committee members re: [REDACTED] (.6)	0.60	336.00
12/14/13	ALLARD, NATHANIEL	Review Committee update email prior to circulation re: [REDACTED] (.4).	0.40	170.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/14/13	MANNAL, DOUGLAS	Revise UCC update email re: [REDACTED] [REDACTED] (.3).	0.30	247.50
12/14/13	ZIDE, STEPHEN	Review and revise UCC email update re [REDACTED] [REDACTED] (.3).	0.30	223.50
12/16/13	ALLARD, NATHANIEL	Correspond w/ R. Ringer, S. Zide re: December Committee meeting minutes (.3); Revise December Committee meeting minutes (.7). Prepare for 12/17 Committee meeting re: [REDACTED] (.5).	1.50	637.50
12/16/13	RINGER, RACHAEL L	Draft e-mail to Consenting Claimants re: upcoming Committee meeting (.4), draft e- mail to Committee members re: [REDACTED] [REDACTED] (.3), revise same, e-mails with D. Mannal and S. Zide re: same (.3)	1.00	560.00
12/17/13	ALLARD, NATHANIEL	Prepare for (.3) and attend (.5) Committee meeting re: [REDACTED] [REDACTED]; Draft Committee meeting minutes re: same (.5).	1.30	552.50
12/17/13	ZIDE, STEPHEN	Participate on UCC call re [REDACTED] [REDACTED] (.5).	0.50	372.50
12/17/13	MANNAL, DOUGLAS	Prep for (.2) and attend final UCC call re: [REDACTED] (.5).	0.70	577.50
12/17/13	RINGER, RACHAEL L	Prepare for (.7) and attend (.5) Committee call re: [REDACTED]. Follow up correspondence with S. Zide, D. Mannal and K. Eckstein re: same (2).	3.20	1,792.00
12/17/13	ECKSTEIN, KENNETH H.	Prep for (.5) and lead Committee call re: [REDACTED] (.5)	1.00	990.00
TOTAL			<u>70.50</u>	<u>\$45,561.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)February 28, 2014
Invoice No. 642338**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
DIENSTAG, ABBE L.	PARTNER	2.80	2,450.00
ECKSTEIN, KENNETH H.	PARTNER	10.70	10,593.00
SIMON, NORMAN	PARTNER	0.30	247.50
HERZOG, BARRY	PARTNER	1.00	895.00
MANNAL, DOUGLAS	PARTNER	11.00	9,075.00
FREJKA, ELISE S	SPEC COUNSEL	1.90	1,491.50
ZIDE, STEPHEN	ASSOCIATE	20.60	15,347.00
SHIFER, JOSEPH A	ASSOCIATE	57.60	40,032.00
BLABEY, DAVID E	ASSOCIATE	1.80	1,341.00
RINGER, RACHAEL L	ASSOCIATE	11.90	6,664.00
KAUP, ANASTASIA N	ASSOCIATE	1.10	544.50
ALLARD, NATHANIEL	ASSOCIATE	33.80	14,365.00
DOVE, ANDREW	ASSOCIATE	5.50	3,602.50
BESSNER, DEBORAH	PARALEGAL	<u>1.50</u>	<u>442.50</u>
<u>TOTAL</u>		<u>161.50</u>	<u>\$107,090.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/01/13	RINGER, RACHAEL L	Emails with J. Shifer re: DCR motion (.3)	0.30	168.00
12/01/13	RINGER, RACHAEL L	Review letters to examiner re: fees, email to K. Eckstein and D. Mannal and Committee members re: same (.4) revise same (.3) emails with D. Mannal re: same (.3) draft email to Committee members re: same (.4)	1.40	784.00
12/01/13	MANNAL, DOUGLAS	Revise letter to J. Glenn re: Examiner's fees (.3); email same to Consenting Claimants (.2); email w/ D. Kamensky re: letter re same (.4); email w/ R. Ringer and K. Eckstein re: same (.6); revise email to UCC re: letter (.3).	1.80	1,485.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/01/13	SHIFER, JOSEPH A	Emails with S. Zide re DCR motion (.8), emails with M. Talarico re same (.6), emails with N. Rosenbaum re same (.4).	1.80	1,251.00
12/01/13	MANNAL, DOUGLAS	Review cases re: DCR motion(1.1); email with J. Brodsky, J. Shifer re: same (.2).	1.30	1,072.50
12/01/13	ZIDE, STEPHEN	Emails with J. Shifer re DCR motion (.4).	0.40	298.00
12/02/13	DIENSTAG, ABBE L.	Complete comments on reserve motion (1.0).	1.00	875.00
12/02/13	ZIDE, STEPHEN	Emails with J. Shifer re revisions to DCR motion (.4); review A. Dienstag comments to same (.2); call with J. Shifer, Mofo and J. Brodsky re revisions to DCR motion (1).	1.60	1,192.00
12/02/13	SHIFER, JOSEPH A	Emails with A. Dienstag, J. Bessonette, and C. Archer re DCR motion (.8), correspondence with S. Zide re same (.7), confer with M. Talarico re same (.5), follow up email to M. Talarico re same (.8)	2.80	1,946.00
12/02/13	SHIFER, JOSEPH A	Call with N. Rosenbaum re DCR motion (.6), follow up emails with J. Brodsky re same (.3), correspondence with S. Zide and D. Mannal re DCR motion (.3), attend portion of call with J. Brodsky, MoFo and S. Zide re same (.6)	1.80	1,251.00
12/02/13	SHIFER, JOSEPH A	Numerous revisions to DCR motion per comments from J. Brodsky, S. Zide and A. Dienstag (2.3)	2.30	1,598.50
12/03/13	ALLARD, NATHANIEL	Review draft motion re: Disputed Claims Reserve (.6), revise same per comments from S. Zide (1.5); correspond w/ S. Zide re: same (.3); Review (.4), revise (.2) and file (.3) letter to Court regarding hearing on Examiner Professionals' fee applications; correspond w/ R. Ringer re: same (.3).	3.60	1,530.00
12/03/13	RINGER, RACHAEL L	Prepare and send letter to Judge Glenn re: examiner fees to L. Marinuzzi at MoFo (.3), coordinate with T. Peretz re: examiner fee analysis (.3)	0.60	336.00
12/03/13	RINGER, RACHAEL L	E-mails with J. Shifer and S. Zide re: disputed claims reserve (1.5).	1.50	840.00
12/03/13	SHIFER, JOSEPH A	Further revise draft to DCR motion (1.3)	1.30	903.50
12/03/13	ZIDE, STEPHEN	Revise DCR motion (.3); correspond with J. Shifer re open issues with same (1.5).	1.80	1,341.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/04/13	ALLARD, NATHANIEL	Meet w/ J. Shifer re: disputed claims reserve motion (.4), correspond w/ J. Shifer re: same (.6); revise same (1.5); further correspond w/ J. Shifer re: same (.5); further revise same (.6); draft objection to Examiner professionals' final fee application (2.4), correspond w/ R. Ringer re: same (.3). Further review Chadbourne fee applications re: same (.8).	7.10	3,017.50
12/04/13	MANNAL, DOUGLAS	Correspond with R. Ringer re: examiner fee objection (.7); draft outline of potential fee resolution in advance of fee meeting (.9).	1.60	1,320.00
12/04/13	SIMON, NORMAN	Review Chadbourne and correspondence court order re: Examiner (.3)	0.30	247.50
12/04/13	ZIDE, STEPHEN	Revise reserve motion (2.4); correspondence with J. Shifer re same (1.5).	3.90	2,905.50
12/04/13	RINGER, RACHAEL L	Review examiner response to letter requesting fee adjournment, review order re: same (.5), e-mail to consenting claimants re: same (.2).	0.70	392.00
12/04/13	SHIFER, JOSEPH A	Emails with N. Allard re DCR motion (.4), review MoFo revisions re same (.8), correspond with C. Archer re DCR motion (.4), correspondence with K. Eckstein, S. Zide, and D. Mannal re DCR motion (.6), call with K. Eckstein and M. Ellenberg re same (.4)	2.60	1,807.00
12/04/13	SHIFER, JOSEPH A	Revise DCR proposed order (.7), calls with M. Talarico and M. Rothchild re DCR motion (1.2), emails with M. Rothchild re same (.4), revisions to DCR motion, order, and declaration (3.5), numerous follow up emails with S. Zide re same (.6), emails with N. Allard re same (.4), follow up email to MoFo team re same (.3)	7.10	4,934.50
12/05/13	ALLARD, NATHANIEL	Draft objection to Examiner Professionals' fee applications (2.4), perform research re: same (3.2), correspond w/ D. Bessner re: same (.5), correspond w/ R. Ringer re: same (.3).	6.40	2,720.00
12/05/13	SHIFER, JOSEPH A	Calls with N. Rosenbaum, S. Martin and M. Talarico re DCR motion (1.3), numerous confs with S. Zide re same (.5), review revised motion, order, and declaration (.8), revisions to same (3.8), coordinate with MoFo re filing of same (.7), confs with A. Dienstag re DCR order (.6), revisions to order (.4)	8.10	5,629.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/05/13	ZIDE, STEPHEN	Review (1.0) and speak with J. Shifer re DCR motion (.5).	1.50	1,117.50
12/05/13	DIENSTAG, ABBE L.	Review (.5) and mark-up (.7) revised reserve motion; confer with J. Shifer re: same (0.6)	1.80	1,575.00
12/05/13	MANNAL, DOUGLAS	Revise claims reserve motion (.7).	0.70	577.50
12/06/13	KAUP, ANASTASIA N	Review filed disputed claims reserve motion (.5), emails from R. Ringer re: same (.5).	1.00	495.00
12/06/13	ALLARD, NATHANIEL	Draft objection to examiner professional fee apps (2.1), research re: same (1.5); correspond w/ D. Blabey, R. Ringer re: same (.7); revise same (1.4); correspond w/ Pachulski, D. Mannal re: same (.3).	6.00	2,550.00
12/06/13	BLABEY, DAVID E	Draft preliminary statement to (.9) and edit (.6) draft of limited objection to Examiner Professionals' fee application.	1.50	1,117.50
12/06/13	RINGER, RACHAEL L	E-mails with D. Blabey and N. Allard re: examiner fee pleading (.5), revise same (1.9).	2.40	1,344.00
12/06/13	MANNAL, DOUGLAS	TCF w/ S. O'Neal re: examiner fee objection (.2); TCF w/ R. Martin re: same (.2)	0.40	330.00
12/07/13	ALLARD, NATHANIEL	Review comments to draft objection to examiner professional fee apps (.9); research re: same (.7).	1.60	680.00
12/07/13	MANNAL, DOUGLAS	Comment on objection to examiner fees (2.2); email to R. Feinstein re: same (.1).	2.30	1,897.50
12/08/13	ALLARD, NATHANIEL	Review comments to draft objection to examiner professional fee applications (.7).	0.70	297.50
12/08/13	ZIDE, STEPHEN	Review pleading on fee applications (.2); follow up emails with D. Mannal and S. O'Neal re same (.2).	0.40	298.00
12/08/13	ECKSTEIN, KENNETH H.	Review fee app pleading (.8), revise same (.4).	1.20	1,188.00
12/09/13	BLABEY, DAVID E	Review and edit limited objection to examiner professional fees.	0.20	149.00
12/09/13	ECKSTEIN, KENNETH H.	Call with J. Dubel re: fee app pleading (.7); review fee app pleading (.5); comment re same (.5), meet with D. Mannal re: Examiner objection (.5).	2.20	2,178.00
12/09/13	RINGER, RACHAEL L	Revise examiner pleading (.6), e-mails with Examiner professionals re: extension of objection deadline (.2), further revise pleading re: same (1.7).	2.50	1,400.00
12/09/13	RINGER, RACHAEL L	Further revise examiner pleading, e-mails with Pachulski re: same (.5)	0.50	280.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/09/13	RINGER, RACHAEL L	E-mails with Pachulski re: additional comments to Examiner fee pleading from K. Eckstein (1.1), additional e-mails with Pachulski re: same (.3), e-mails to UST re: fee objection pleading (.4)	1.80	1,008.00
12/09/13	MANNAL, DOUGLAS	Office conference with K. Eckstein re: Examiner fee objection (.5); TCF w/ J. Dubel re: same (.4); TCF w/ H. Seife re: objection deadline extension (.4)	1.30	1,072.50
12/10/13	ALLARD, NATHANIEL	Revise examiner motion per comments from R. Ringer (.7), correspond w/ R. Ringer re: same (.2).	0.90	382.50
12/10/13	BLABEY, DAVID E	Review revised objection to examiner professional fees (.1)	0.10	74.50
12/10/13	MANNAL, DOUGLAS	TCF w/ MoFo re: examiner pleading (.3); revise same (.7).	1.00	825.00
12/11/13	ECKSTEIN, KENNETH H.	Comment on draft of disputed claims reserve motion (.8).	0.80	792.00
12/11/13	SHIFER, JOSEPH A	Emails with S. Zide, E. Frejka, and L. Marinuzzi re abandonment motion (.8)	0.80	556.00
12/12/13	SHIFER, JOSEPH A	Emails with M. Rothchild and N. Rosenbaum re HUD objection to DCR motion (.8), emails with K. Eckstein, S. Zide, and D. Mannal re same (.4), call with C. Phillips re same (.4)	1.60	1,112.00
12/12/13	SHIFER, JOSEPH A	Review abandonment motion (2.0), emails with S. Zide re same (.3), discussion with S. Zide re: HUD questions (.3).	2.60	1,807.00
12/12/13	ZIDE, STEPHEN	Discussions with J. Shifer re HUD questions on reserve motion (.3).	0.30	223.50
12/13/13	KAUP, ANASTASIA N	Review objection to disputed claims reserve motion (.1).	0.10	49.50
12/13/13	ECKSTEIN, KENNETH H.	Review hearing motion re Examiner fees (.6), review Chadbourne pleading re: same (.6), calls with S. O'Neal re: same (.6).	1.80	1,782.00
12/13/13	SHIFER, JOSEPH A	Emails with S. Zide, A. Dove, B. Herzog, E. Frejka re abandonment motion (.7), revise same (1.3), correspondence with S. Zide re abandonment motion issues (1.2), follow up emails with J. Wishnew re same (.3), review objections to DCR (.8), emails with S. Zide re same (.4)	4.70	3,266.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/13/13	ZIDE, STEPHEN	Emails with D. Mannal, A. Dove, and J. Shifer re abandonment motion (.3).	0.30	223.50
12/13/13	ZIDE, STEPHEN	Emails with J. Shifer re reserve motion objections (.3).	0.30	223.50
12/14/13	SHIFER, JOSEPH A	Emails with S. Zide re DCR (.5), revise email to Committee re same (.3), emails with S. Zide and R. Ringer re abandonment motion (.4)	1.20	834.00
12/14/13	ZIDE, STEPHEN	Email with D. Mannal re status of reserve motion and response to objections (.1); email with S. O'Neal re same (.1).	0.20	149.00
12/14/13	ZIDE, STEPHEN	Review emails re abandonment motion with Mofo and A. Dove (.2).	0.20	149.00
12/15/13	SHIFER, JOSEPH A	Emails with S. Zide, D. Mannal, N. Rosenbaum re DCR (.7), review Massachusetts claim re DCR (.8), follow up emails with S. Zide re same (.3).	1.80	1,251.00
12/15/13	ZIDE, STEPHEN	Emails with J. Shifer and R. Ringer re Mass reserve objection (.1). Emails with N. Rosenbaum and J. Shifer re reserve motion (.2).	0.30	223.50
12/16/13	ALLARD, NATHANIEL	Revise abandonment motion (1.8), correspond w/ S. Zide, A. Dove, J. Shifer, E. Frejka re: same (.5).	2.30	977.50
12/16/13	BESSNER, DEBORAH	Compile POCs related to DCR motion (.3); email hearing transcript re: DCR motion to J. Shifer (.1).	0.40	118.00
12/16/13	BESSNER, DEBORAH	Compile precedent DCR motions for J. Shifer (.6), correspond with J. Shifer re: same (.1); compile precedent reserve orders and replies for J. Shifer (.4).	1.10	324.50
12/16/13	ZIDE, STEPHEN	Review abandonment motion (.8); emails with A. Dove, D. Mannal and J. Shifer re same (.7); review revisions to same (.4); emails and calls with Mofo re same (.6).	2.50	1,862.50
12/16/13	DOVE, ANDREW	Review (.7) and comment (1.0) on draft abandonment motion, and correspond w/ J Shifer and E Frejka re same (.3). Perform legal research re abandonment in chapter 11 case and potential tax consequences (2.4). Attend conf. call w/ MoFo re abandonment motion issues (.5).	4.90	3,209.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/16/13	ECKSTEIN, KENNETH H.	Call w/MoFo, J. Brodsky re reserve motion (.5); review claims objections (.2), meet w/ S. Zide, J. Shifer re same (.8).	1.50	1,485.00
12/16/13	SHIFER, JOSEPH A	Review email update re DCR and abandonment motion (.6)	0.60	417.00
12/16/13	SHIFER, JOSEPH A	Call with D. Mannal, S. Zide, and N. Rosenbaum re DCR motion (.6), correspondence with S. Zide re same (.5), confs with counsel to CIBM and MidFirst re same (.3), revisions to proposed order re same (1.2), emails with S. Martin and S. Zide re same (.3), emails with R. Rainer, S. Zide, and N. Rosenbaum re same (.4), call with MassAG and N. Rosenbaum re same (.4), numerous emails with N. Rosenbaum, K. Eckstein, D. Mannal and R. Ringer re DCR service issues (.5), call with N. Rosenbaum re same (.3), revise abandonment motion re HELOCs (1.0), meet with S. Zide and K. Eckstein re: DCR motion (.8), conf with L. Marinuzzi re same (.4), emails with M. Moore and P. Hill re DCR motion (.3), emails with M. Talarico re same (.3).	7.30	5,073.50
12/16/13	ZIDE, STEPHEN	Meet with K. Eckstein, J. Shifer and D. Mannal re DCR motion (.8); call with Mofo and J. Brodsky re same (.5); follow up discussions with J. Shifer re status of objections (.3).	1.60	1,192.00
12/16/13	ZIDE, STEPHEN	Emails (.2) and calls (.6) with N. Rosenbaum, J. Shifer and D. Mannal re issues with service of reserve motion.	0.80	596.00
12/16/13	FREJKA, ELISE S	Conference call with B. Herzog, S. Zide, J. Shifer, A. Dove, MoFo regarding motion to abandon (.5); provide comments regarding draft motion to abandon (1.2).	1.70	1,334.50
12/16/13	RINGER, RACHAEL L	Review P. Hill objection to DCR motion (.2)	0.20	112.00
12/16/13	HERZOG, BARRY	Review (.3) and mark (.4) abandonment motion re: tax issues; correspondence w/ S. Zide re: same (0.3).	1.00	895.00
12/17/13	ECKSTEIN, KENNETH H.	Call w/MoFo re notice issues with DCR motion (.6); follow up call re same with MoFo (.8), call with S. Zide re same (.4).	1.80	1,782.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/17/13	ALLARD, NATHANIEL	Research re: disputed claims reserve motion reply (4.0), correspond w/ J. Shifer re: same (.5); research precedent re: same (.5) and correspond w/ S. Zide re: same (.2).	5.20	2,210.00
12/17/13	DOVE, ANDREW	Review revised abandonment motion (.4) and correspond w/ MoFo re same (.2).	0.60	393.00
12/17/13	FREJKA, ELISE S	Emails with J. Shifer, S. Zide regarding disputed claim reserve motion.	0.20	157.00
12/17/13	SHIFER, JOSEPH A	Draft reply to DCR motion objections (2.7), confs with S. Zide re same (.5), meet with S. Zide and D. Mannal re: same (.5), emails with K. Eckstein, D. Mannal, S. Zide and N. Rosenbaum re DCR issues (1.8), calls with J. Morrow and J. Wishnew re DCR service (.8), review data re same (1.2), revise supplemental notice re DCR (.8), emails with S. Zide and N. Rosenbaum re notice (.5), emails with J. Christian re DCR objection (.4)	9.20	6,394.00
12/17/13	ECKSTEIN, KENNETH H.	Correspond with MoFo, D. Mannal, S. Zide, J. Shifer re: DCR motion (1.0), call with S. Zide re: same (.4).	1.40	1,386.00
12/17/13	ZIDE, STEPHEN	Correspondence with D. Mannal, K. Eckstein, J. Shifer, Mofo and KCC re issues re reserve motion and potential resolution of same (1.6), call with K. Eckstein re: reserve motion (.4); follow up calls with J. Shifer, N. Rosenbaum and S. Martin re supplemental notice (.5); call with chambers re same (.1); review and revise supplemental notice re same (.4), meet with D. Mannal and J. Shifer re: DCR motion (.5).	3.50	2,607.50
12/17/13	ZIDE, STEPHEN	Call with A. Dienstag and D. Mannal re reserve motion issues (.4). Call with J. Shifer re reply to DCR objections (.5); review Mofo draft of same (.1).	1.00	745.00
12/17/13	MANNAL, DOUGLAS	Email w/ MoFo re: DCR motion (.1); office conference with J. Shifer and S. Zide re: same (.5).	<u>0.60</u>	<u>495.00</u>
TOTAL			<u>161.50</u>	<u>\$107,090.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00012 (COURT HEARINGS)

February 28, 2014
Invoice No. 642338

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	10.50	10,395.00
MANNAL, DOUGLAS	PARTNER	1.30	1,072.50
FREJKA, ELISE S	SPEC COUNSEL	6.00	4,710.00
ZIDE, STEPHEN	ASSOCIATE	5.10	3,799.50
RINGER, RACHAEL L	ASSOCIATE	8.80	4,928.00
ALLARD, NATHANIEL	ASSOCIATE	3.30	1,402.50
BESSNER, DEBORAH	PARALEGAL	<u>8.60</u>	<u>2,537.00</u>
TOTAL		<u>43.60</u>	<u>\$28,844.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/02/13	ALLARD, NATHANIEL	Prepare for 12/3 status conference re: JSN resolution (.2).	0.20	85.00
12/03/13	ZIDE, STEPHEN	Participate at court Status Conference re Resolution with JSNs (1); follow up discussions with K. Eckstein and Mofo re same (.5).	1.50	1,117.50
12/03/13	MANNAL, DOUGLAS	Prepare for (.3) and attend status conference re: JSN settlement (1).	1.30	1,072.50
12/03/13	ECKSTEIN, KENNETH H.	Prepare for (1.5) and attend (1.0) status conference re: plan amendment; correspond w/clients re court hearing (.8).	3.30	3,267.00
12/03/13	ZIDE, STEPHEN	Prepare summary for K. Eckstein for hearing on JSN resolution (.6); speak with K. Eckstein re hearing preparation (.5).	1.10	819.50
12/10/13	ALLARD, NATHANIEL	Prepare for confirmation hearing (1.5).	1.50	637.50
12/10/13	BESSNER, DEBORAH	Compile documents for 12/11 confirmation hearing.	2.30	678.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00012 (COURT HEARINGS)February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/11/13	ZIDE, STEPHEN	Prepare for (1.0) and participate at confirmation hearing (1.1); follow up discussions with K. Eckstein and R. Ringer re same (.4).	2.50	1,862.50
12/11/13	RINGER, RACHAEL L	Prepare for (.9) and attend (1.1) hearing re: confirmation order, follow up discussions with K. Eckstein and S. Zide re: same (.4).	2.40	1,344.00
12/11/13	ECKSTEIN, KENNETH H.	Prep for (1.5) and attend confirmation hearing (1.1), follow up discussions with S. Zide and R. Ringer re: same (.4).	3.00	2,970.00
12/13/13	ALLARD, NATHANIEL	Review 12/17 hearing agenda, correspond with KL team re: same (.5).	0.50	212.50
12/16/13	ALLARD, NATHANIEL	Prepare for 12/17 and 12/18 hearings re: fee applications and claims objections (.5), review agendas and circulate same to internal KL team (.6).	1.10	467.50
12/16/13	BESSNER, DEBORAH	Compile binders for 12/17 hearing re: fee applications, omnibus claims objections, POC, lift stay motions, and settlements (4), create indexes for same (1.2).	5.20	1,534.00
12/16/13	BESSNER, DEBORAH	Prepare documents for 12/17 hearing.	1.10	324.50
12/16/13	FREJKA, ELISE S	Prepare for December 17 hearing re: claims objections.	1.80	1,413.00
12/16/13	RINGER, RACHAEL L	Prepare for December 17 fee hearing (1.3)	1.30	728.00
12/16/13	ECKSTEIN, KENNETH H.	Call w/R. Feinstein re Examiner Fee hearing (.4); edit outlines of comments for hearing (.8).	1.20	1,188.00
12/17/13	FREJKA, ELISE S	Attend hearing before Judge Glenn re: claims.	4.20	3,297.00
12/17/13	RINGER, RACHAEL L	Prepare for (1.1) and attend (4.0) portion of ResCap hearing re: fee applications, creditor claims, lift stay motions, adversary proceedings.	5.10	2,856.00
12/17/13	ECKSTEIN, KENNETH H.	Attend portion of omnibus hearing re: claims objections, fee applications (3.0)	<u>3.00</u>	<u>2,970.00</u>
TOTAL			<u>43.60</u>	<u>\$28,844.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00013 (EMPLOYEE BENEFITS/EXECUTIVE COMPENSATION.)

February 28, 2014
Invoice No. 642338

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
RITTER, PAUL M	COUNSEL	<u>7.90</u>	<u>6,715.00</u>
ZIDE, STEPHEN	ASSOCIATE	2.20	1,639.00
TOTAL		<u>10.10</u>	<u>\$8,354.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/02/13	RITTER, PAUL M	Review comments and changes to form of employment agreement (2.0); meet with J. Brodsky re: same (2.0).	4.00	3,400.00
12/02/13	ZIDE, STEPHEN	Emails with J. Brodsky and P. Ritter re employment agreements (.4); emails with same about prior approved KEIPs and KERPs (.3).	0.70	521.50
12/03/13	ZIDE, STEPHEN	Emails with J. Brodsky re KEIP/KERP (.2); review deck on same (.2).	0.40	298.00
12/04/13	RITTER, PAUL M	Revise employment letter and severance agreement (1.8); email same to J. Brodsky (.2)	2.00	1,700.00
12/06/13	ZIDE, STEPHEN	Emails and calls with J. Brodsky re KERP program (.2).	0.20	149.00
12/09/13	ZIDE, STEPHEN	Review severance program and email D. Mannal and K. Eckstein re same (.4); follow up correspondence with same re: same (.3).	0.70	521.50
12/09/13	RITTER, PAUL M	T/c with J. Brodsky re: employment letter (.5); revise same (.5).	1.00	850.00
12/10/13	RITTER, PAUL M	T/c with J. Brodsky regarding comments to employment letter.	0.50	425.00
12/12/13	ZIDE, STEPHEN	Emails with D. Mannal re post emergence comp and retention issues (.2).	0.20	149.00
12/16/13	RITTER, PAUL M	Review email from J. Brodsky and T. Hamzhepour regarding employment agreement's severance provision.	<u>0.40</u>	<u>340.00</u>
TOTAL			<u>10.10</u>	<u>\$8,354.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00014 (TAX MATTERS)February 28, 2014
Invoice No. 642338**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
HERZOG, BARRY	PARTNER	16.30	14,588.50
MANNAL, DOUGLAS	PARTNER	2.30	1,897.50
STOOPACK, HELAYNE O.	SPEC COUNSEL	19.20	15,456.00
ZIDE, STEPHEN	ASSOCIATE	0.20	149.00
SHIFER, JOSEPH A	ASSOCIATE	<u>0.50</u>	<u>347.50</u>
<u>TOTAL</u>		<u>38.50</u>	<u>\$32,438.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/02/13	STOOPACK, HELAYNE O.	Draft ruling request re: RMBS claims trust.	1.30	1,046.50
12/02/13	HERZOG, BARRY	Emails w /J. Brodsky re: tax issues with Chotin sale (0.7); review tax issues with plan execution (1.2).	1.90	1,700.50
12/03/13	STOOPACK, HELAYNE O.	Draft IRS ruling request re: RMBS Claims Trust (QSF status).	2.30	1,851.50
12/03/13	HERZOG, BARRY	Discussion w/ J. Keeney at IRS re: PLR request (0.2); discussion w/ J. Horner and D. Mannal re: REMIC and foreign subs (0.7).	0.90	805.50
12/03/13	MANNAL, DOUGLAS	Prepare for (.1) and attend (.7) conference call with B. Herzog, J. Horner re: REMIC and foreign subs.	0.80	660.00
12/04/13	STOOPACK, HELAYNE O.	Drafting PLR ruling request from IRS re: RMBS Claims Trust.	1.80	1,449.00
12/04/13	HERZOG, BARRY	Discussion w/ J. Horner re: Chotin sale and related issues (0.8); perform analysis re: same (0.7).	1.50	1,342.50
12/05/13	STOOPACK, HELAYNE O.	Revise draft QSF ruling request to IRS.	2.30	1,851.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00014 (TAX MATTERS)February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/05/13	HERZOG, BARRY	Discussion w/ J. Brodsky re: tax issues with Chotin sale (2.5); draft Committee email re: same (0.8).	3.30	2,953.50
12/06/13	STOOPACK, HELAYNE O.	Review draft ruling from IRS re: Liquidating Trust.	1.20	966.00
12/06/13	HERZOG, BARRY	Emails w D. Mannal re: Chotin sale (0.3); review draft LT PLR (0.6); revise same (0.6).	1.50	1,342.50
12/06/13	MANNAL, DOUGLAS	TCF w/ M. Ellenberg re: REMIC issue (.2); review tax memo re: same (.3); email to M. Ellenberg re: same (.2).	0.70	577.50
12/06/13	ZIDE, STEPHEN	Emails with B. Herzog and D. Mannal re tax issues (.2)	0.20	149.00
12/09/13	STOOPACK, HELAYNE O.	Discussion with B. Herzog re: tax matters for liquidating trustee.	0.30	241.50
12/09/13	HERZOG, BARRY	Email to J. Horner re: foreign subs (0.2); discussion w/ M. Howe re: non-REMIC subs (0.4); disc w/ M. Floto re: REO properties (0.2); review steps for sub blocker corp (0.2); revise draft PLR (.2) and discuss same w/ H. Stoopack (0.3); review B. Tyson memo re: Canadian intercompany debt (0.2); draft POA resolution and emails re: same w/ H. Stoopack and S. Saab (0.4); review closing checklist items (0.2).	2.30	2,058.50
12/09/13	MANNAL, DOUGLAS	Coordinate w/ T. Farley on Canadian tax issues (.2); email w/ R. Ringer re: same (.1); email w/ B. Herzog re: C corp issues (.5).	0.80	660.00
12/10/13	STOOPACK, HELAYNE O.	Review Liquidating Trust Agreement (2.3); revise draft IRS private letter ruling request re: RMBS Claims Trust (0.7).	3.00	2,415.00
12/10/13	SHIFER, JOSEPH A	Correspond with B. Herzog re distribution tax issues (.3), follow up emails with B. Herzog re same (.2)	0.50	347.50
12/11/13	HERZOG, BARRY	Emails w/ R. Cima re: PLR.	0.20	179.00
12/11/13	STOOPACK, HELAYNE O.	Finalize revisions to draft QSF IRS private letter ruling.	0.30	241.50
12/12/13	HERZOG, BARRY	Discussion w/ J. Keeney re: PLR (0.2); revise same (0.3); discussion re: PLR w/ R. Cima and H. Stoopack (0.3).	0.80	716.00
12/12/13	STOOPACK, HELAYNE O.	Review revised QSF Trust Agreement.	0.30	241.50
12/13/13	HERZOG, BARRY	Emails w/ J. Horner re: tax issues.	0.30	268.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00014 (TAX MATTERS)February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/16/13	HERZOG, BARRY	Review (.5) and mark up (.7)RMBS claims trust ruling request; discuss same w/ H. Stoopack (0.3); review revised draft LT PLR (0.6); discuss same w/H Stoopack (0.2).	2.30	2,058.50
12/16/13	STOOPACK, HELAYNE O.	Revisions to draft IRS private letter ruling request re: RMBS Claims Trust (2.2); discussion with B. Herzog re: same (0.3); review draft Liquidating Trust ruling from IRS (0.7); discussion with B. Herzog re: same (0.3); draft e-mail to IRS re: same (0.3).	3.80	3,059.00
12/17/13	STOOPACK, HELAYNE O.	Revise draft QSF ruling request (RMBS Claims Trust) (2.3); discussion with B. Herzog re: same (0.3).	2.60	2,093.00
12/17/13	HERZOG, BARRY	Emails w/ B. Tyson re: transfer of foreign receivable (0.3); rev and mark draft RMBS Claims Trust PLR request (0.5); disc same w/ H. Stoopack (0.2); draft email to J. Keeney re: LT PLR (0.3).	<u>1.30</u>	<u>1,163.50</u>
TOTAL			<u>38.50</u>	<u>\$32,438.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

February 28, 2014
Invoice No. 642338

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	0.80	792.00
BENTLEY, PHILIP	PARTNER	12.30	11,008.50
MANNAL, DOUGLAS	PARTNER	7.00	5,775.00
PETTIT, LAURENCE	PARTNER	2.60	2,275.00
FREJKA, ELISE S	SPEC COUNSEL	7.70	6,044.50
ZIDE, STEPHEN	ASSOCIATE	0.20	149.00
SHIFER, JOSEPH A	ASSOCIATE	29.40	20,433.00
RINGER, RACHAEL L	ASSOCIATE	3.90	2,184.00
KAUP, ANASTASIA N	ASSOCIATE	3.60	1,782.00
ALLARD, NATHANIEL	ASSOCIATE	6.00	2,550.00
BESSNER, DEBORAH	PARALEGAL	0.50	147.50
TOTAL		<u>74.00</u>	<u>\$53,140.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/01/13	RINGER, RACHAEL L	Perform research re: tolling of SOL (2.2) draft summary of same (1.5) revise same (.2)	3.90	2,184.00
12/01/13	MANNAL, DOUGLAS	Email with R. Ringer re: 108a issue (.2)	0.20	165.00
12/01/13	SHIFER, JOSEPH A	Emails with D. Mannal, K. Eckstein, and S. Zide re current claims pool data (.8), emails with J. Brodsky re DCR claims (.8), perform research re preference claims (.8). review data re same (.7), revise motion re same (2.1).	5.20	3,614.00
12/02/13	ALLARD, NATHANIEL	Review claim objections scheduled for 12/17 hearing (.5), correspond w/ J. Shifer re: same (.1). Further research re: responses to claims objections (.5), correspond w/ J. Shifer re: same (.1). Draft summary re: claims objections (.9), correspond w/ J. Shifer re: same (.1).	2.20	935.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/02/13	MANNAL, DOUGLAS	Draft email memo to G. Lee re: 108(a) issue (1.2); TCF w/ S. O'Neal re: tax claim (.2).	1.40	1,155.00
12/02/13	SHIFER, JOSEPH A	Research re preference claims (1.3), emails with S. Tandberg re landlord claims (.4), research re pending objection claims (.5), follow up emails with D. Mannal re same (.3), correspond with N. Allard re same (.3).	2.80	1,946.00
12/03/13	BENTLEY, PHILIP	Meet with D. Mannal and K. Eckstein re Debtors' correspondent lender suits (0.6); perform legal analysis of same (0.6)	1.20	1,074.00
12/03/13	MANNAL, DOUGLAS	Respond to emails w/ G. Lee re: 108(a) analysis (1.4); correspond with K. Eckstein re: same (.7).	2.10	1,732.50
12/03/13	SHIFER, JOSEPH A	Call with D. Horst, M. Talarico, N. Rosenbaum, and S. Martin re DCR exhibits (1.2), follow up emails with S. Zide re same (.4), review DCR partially unliquidated claims data (2.5), emails with M. Talarico re same (.7), confer with M. Talarico re same (1.0) emails with A. Gibler re Unit allocation analysis (.9), numerous emails with S. Zide, N. Rosenbaum and J. Wishnew re PBGC claims (.4).	5.60	3,892.00
12/03/13	FREJKA, ELISE S	Review draft confidentiality agreement regarding Rothstein (.8); review purposed settlement of Lee claim (.2).	1.00	785.00
12/03/13	ZIDE, STEPHEN	Emails with Mofo re PBGC claim (.2).	0.20	149.00
12/03/13	MANNAL, DOUGLAS	Office conference with K. Eckstein and P. Bentley re: correspondent lender litigation (.6).	0.60	495.00
12/04/13	BENTLEY, PHILIP	Call with Debtors, K. Eckstein and D. Mannal re suits vs. correspondent lenders (1.1) and correspond with K. Eckstein and D. Mannal re: same (0.3); review draft complaint, and notes re same (0.8)	2.20	1,969.00
12/04/13	MANNAL, DOUGLAS	Prep for (.2); and attend conference call w/ MoFo and company re: correspondent leader claims (1.5)	1.70	1,402.50
12/04/13	SHIFER, JOSEPH A	Call with B. Guiney re Ambac claims (.2), emails with M. Talarico re DCR data (.7), review DCR claim reserves (.6),	3.20	2,224.00
12/05/13	BENTLEY, PHILIP	Review of draft correspondent lender complaint, and trade multiple e-mails with Debtors and with L. Pettit, G. Liu re same	1.50	1,342.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/05/13	ALLARD, NATHANIEL	Draft summary re: omnibus claims objections (.8), emails w/ J. Shifer re: same (.2).	1.00	425.00
12/05/13	PETTIT, LAURENCE	Review emails from P. Bentley with questions regarding debtors' claims against mortgage originators (0.4); review draft complaint regarding same (0.4); emails to P. Bentley responding to questions re: same (0.7).	1.50	1,312.50
12/05/13	MANNAL, DOUGLAS	Email w/ S. O'Neal re: 108(a) issue (.2); email w/ J. Brodsky re: Debtors' pre-petition fee arrangements (.2)	0.40	330.00
12/06/13	SHIFER, JOSEPH A	Emails with M. Talarico re DCR issues (.3).	0.30	208.50
12/07/13	SHIFER, JOSEPH A	Emails with A. Gibler re unit allocations (.2), emails with E. Frejka re Bollinger settlement (.2)	0.40	278.00
12/07/13	FREJKA, ELISE S	Provide comments to Moore settlement agreement (1.2); emails with J. Shifer regarding Bollinger (.2).	1.40	1,099.00
12/08/13	PETTIT, LAURENCE	Further review of debtors' draft complaint against mortgage originators (0.3); send email to P. Bentley summarizing views of same (0.8).	1.10	962.50
12/08/13	SHIFER, JOSEPH A	Email with A. Gibler re unit allocations (.5)	0.50	347.50
12/09/13	BENTLEY, PHILIP	Call with J. Hoff and J. Jurgens re: claims vs. correspondent lenders (1.3) and t/c J. Dubel re same (.2); additional review and analysis re: same (1.2).	2.70	2,416.50
12/09/13	MANNAL, DOUGLAS	Call w/ MoFo re: intercompany receivables from AFI (.4).	0.40	330.00
12/09/13	SHIFER, JOSEPH A	Emails with M. Talarico re unit allocations (.5), correspond with S. Zide re same (.5), emails with A. Gibler re same (.4), review revisions to same (.8), emails with A. Waldman re same (.6), emails with S. Zide re allocation model (.3), emails with N. Rosenbaum re objected to claims (.3), research re same (.8), emails with R. Rainer and N. Rosenbaum re Syncora claims (.3), emails with C. Archer and B. Guiney re Ambac distributions (.2), emails with M. Talarico re effective date allowed claims (.8), research re utility claims (.7), confer with D. Harris and R. Ringer re same (.5).	6.70	4,656.50
12/10/13	BENTLEY, PHILIP	Review e-mails from L. Pettit re Debtor's correspondent lender suits.	0.10	89.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/10/13	FREJKA, ELISE S	Provide comments to Rothstein confidentiality agreement (1.2); emails to R. Lin regarding same (.2); review status of open issues for Rothstein claims settlement (1.5).	2.90	2,276.50
12/10/13	SHIFER, JOSEPH A	Call with B. Guiney and C. Archer re Ambac claims (.5), emails with V. Murrell re PBGC claims (.3), emails with M. Talarico re effective date allowed claims (.6), conf with M. Talarico re same (.4), review data re same (1.3), emails with D. Harris and R. Ringer re utility issues (.5), call with K. Eckstein re claims issues (.8).	4.40	3,058.00
12/10/13	ECKSTEIN, KENNETH H.	Call J. Shifer re claims issues (.8).	0.80	792.00
12/11/13	BENTLEY, PHILIP	Call with J. Jurgens re: correspondent lender suits	0.50	447.50
12/11/13	FREJKA, ELISE S	Provide comments to revised objection to Tortia claims.	2.10	1,648.50
12/12/13	ALLARD, NATHANIEL	Review omnibus claims objections (1.2), draft summary re: same (.2).	1.40	595.00
12/13/13	SHIFER, JOSEPH A	Emails with J. Wishnew and D. Mannal re adjourned non-borrower claims (.3)	0.30	208.50
12/13/13	ALLARD, NATHANIEL	Review omnibus claims objection (1.0), draft summary re: same (.4).	1.40	595.00
12/13/13	BENTLEY, PHILIP	E-mails with L. Pettit re corresp lender suits	0.20	179.00
12/16/13	KAUP, ANASTASIA N	Perform research re: claims including borrower claims (2.9); review POCs re: same (.4); Emails w/ J. Shifer re: same (.3).	3.60	1,782.00
12/16/13	BENTLEY, PHILIP	Calls with Debtors and Cadwalader (0.8) and with J. Hoff and J. Jurgens (0.3) all re corresp lender suits; perform further research analysis re same (1.3); review RMBS docs re: same (0.4)	2.80	2,506.00
12/17/13	BENTLEY, PHILIP	Perform additional analysis of claims vs correspondent lenders.	1.10	984.50
12/17/13	MANNAL, DOUGLAS	Email w/ P. Bentley and K. Eckstein re: correspondent lender litigation (.2).	0.20	165.00
12/17/13	BESSNER, DEBORAH	Create binder re omnibus claims objections.	0.50	147.50
12/17/13	FREJKA, ELISE S	Emails with M. Augustine regarding Rothstein confidentiality agreement, effective date, stipulation.	<u>0.30</u>	<u>235.50</u>
TOTAL			<u>74.00</u>	<u>\$53,140.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)

February 28, 2014
Invoice No. 642338

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ZIDE, STEPHEN	ASSOCIATE	0.30	223.50
ALLARD, NATHANIEL	ASSOCIATE	2.80	1,190.00
BESSNER, DEBORAH	PARALEGAL	<u>0.50</u>	<u>147.50</u>
TOTAL		<u>3.60</u>	<u>\$1,561.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/05/13	ALLARD, NATHANIEL	Review fee applications of estate professionals (.8), correspond w/ R. Ringer, D. Bessner re: same (.5).	1.30	552.50
12/09/13	BESSNER, DEBORAH	Compile fee applications from the Fourth Interim fee period.	0.50	147.50
12/16/13	ALLARD, NATHANIEL	Review restructuring fees of CVP and Moelis (1.0); correspond w/ S. Zide, R. Ringer re: same (.5).	1.50	637.50
12/17/13	ZIDE, STEPHEN	Emails with R. Ringer and K. Eckstein re status of fee applications (.3).	<u>0.30</u>	<u>223.50</u>
TOTAL			<u>3.60</u>	<u>\$1,561.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00020 (AUTOMATIC STAY)February 28, 2014
Invoice No. 642338**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
BENTLEY, PHILIP	PARTNER	0.40	358.00
FREJKA, ELISE S	SPEC COUNSEL	1.40	1,099.00
KAUP, ANASTASIA N	ASSOCIATE	<u>18.60</u>	<u>9,207.00</u>
TOTAL		<u>20.40</u>	<u>\$10,664.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/02/13	KAUP, ANASTASIA N	Review dockets and filings re: automatic stay, foreclosures, borrowers, and adversary proceedings (3.9); summarize same (.5), update summary spreadsheet, case calendar re: same (2.2); emails w/ E. Frejka re: same (.2).	6.80	3,366.00
12/03/13	KAUP, ANASTASIA N	Participate in T/C w/ E. Frejka, Debtors' counsel, J. Krell re: automatic stay, borrower, foreclosure, and adversary proceeding matters (.5).	0.50	247.50
12/03/13	FREJKA, ELISE S	Conference call with A. Kaup, N. Rosenbaum, E. Richards, J. Krell regarding automatic stay and adversary proceedings (.5), prepare for same (.3).	0.80	628.00
12/05/13	KAUP, ANASTASIA N	Review recent filings re: automatic stay, foreclosures, borrowers, and adversary proceedings (.3).	0.30	148.50
12/09/13	KAUP, ANASTASIA N	Review numerous dockets and filings re: automatic stay, foreclosures, borrowers, and adversary proceedings (3.2); summarize same, update summary spreadsheet and case calendar re: same (1.2); emails w/ E. Frejka, N. Allard re: same (.1).	4.50	2,227.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00020 (AUTOMATIC STAY)

February 28, 2014
Invoice No. 642338

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/10/13	KAUP, ANASTASIA N	Review dockets and filings re: automatic stay, foreclosures, borrowers, and adversary proceedings (.9); summarize same, update summary spreadsheet and case calendar re: same (.4); emails w/ E. Frejka, N. Allard re: same (.3); review materials for conference call re: same (.5); attend conference call re: same (.6).	2.70	1,336.50
12/10/13	FREJKA, ELISE S	Conference call with A. Kaup, N. Rosenbaum, E. Richards, J. Krell regarding automatic stay and individual borrower adversary proceedings.	0.60	471.00
12/12/13	BENTLEY, PHILIP	E-mails with J. Jurgens re correspondent suits	0.40	358.00
12/13/13	KAUP, ANASTASIA N	Review dockets and filings re: automatic stay, foreclosures, borrowers, and adversary proceedings (.7); summarize same, update summaries, case calendar re: same (.4); emails w/ N. Allard re: same (.2).	1.30	643.50
12/16/13	KAUP, ANASTASIA N	Review dockets and filings re: automatic stay, foreclosures, borrowers, adversary proceedings (1.1); summarize same, update summaries re: same (.4); Correspondence w/ E. Frejka, R. Ringer, N. Allard, D. Bessner re: same, prep. for upcoming hearing on same (.4).	1.90	940.50
12/17/13	KAUP, ANASTASIA N	Review numerous dockets, filings re: automatic stay, foreclosure, borrower, adversary proceeding matters (.5); emails w/ N. Allard re: same (.1).	<u>0.60</u>	<u>297.00</u>
TOTAL			<u>20.40</u>	<u>\$10,664.00</u>